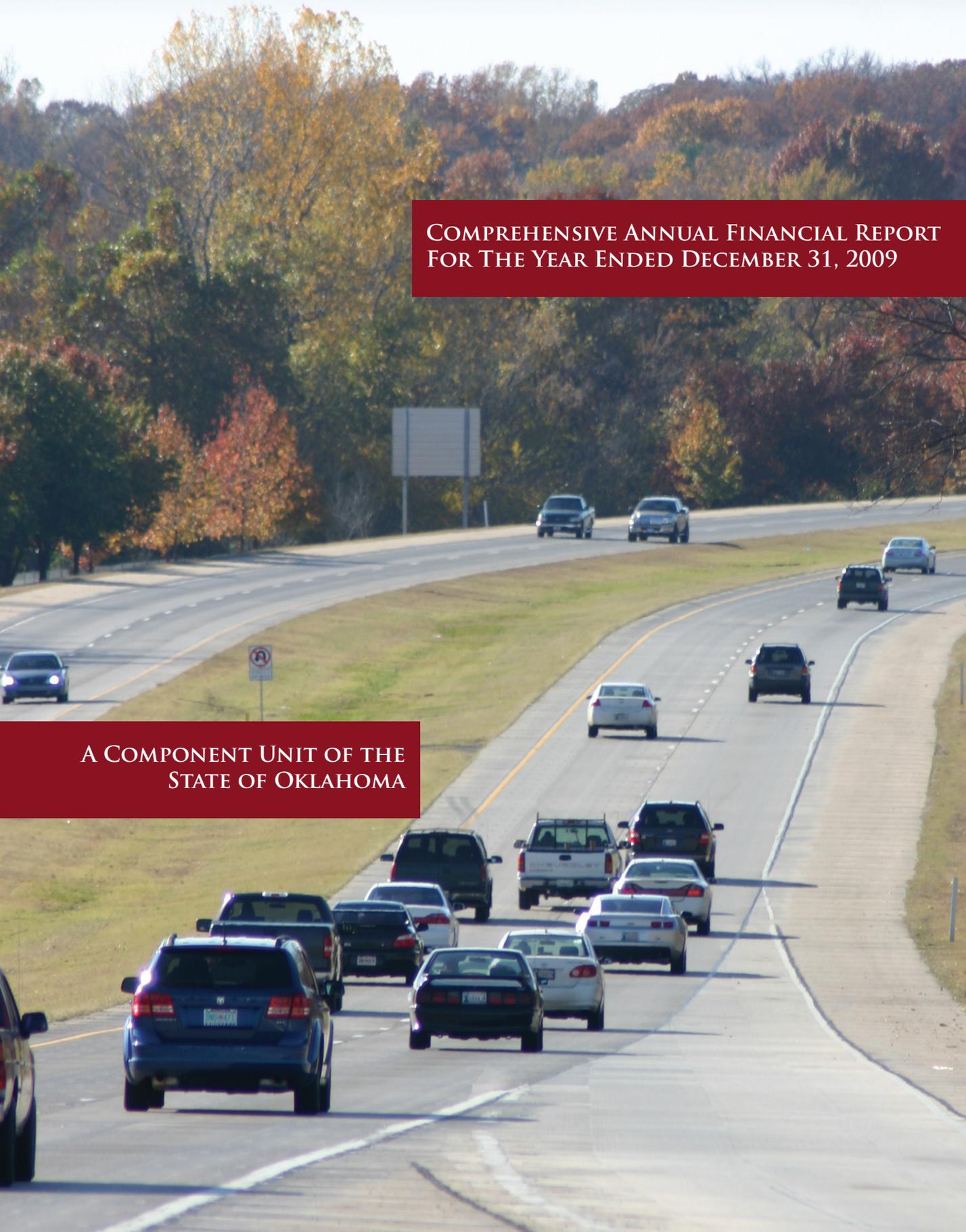


OKLAHOMA TURNPIKE AUTHORITY

COMPREHENSIVE ANNUAL FINANCIAL REPORT
FOR THE YEAR ENDED DECEMBER 31, 2009

A COMPONENT UNIT OF THE
STATE OF OKLAHOMA



**COMPREHENSIVE ANNUAL
FINANCIAL REPORT
For the Year Ended December 31, 2009**



Oklahoma Turnpike Authority
A Component Unit of the State of Oklahoma
Oklahoma City, Oklahoma

Prepared by the Controller Division

About the OKLAHOMA TURNPIKE AUTHORITY

The Oklahoma Turnpike Authority (OTA) is an instrumentality of the State of Oklahoma created by the State Legislature by statute in 1947 for the purpose of constructing, operating and maintaining the Turner Turnpike. In 1953, the original purpose was statutorily redefined to allow the construction of additional turnpikes and to change the Authority's membership to include a representative from each of six Oklahoma districts specifically defined in the OTA's bylaws and Oklahoma Statute. These changes were ratified by a statewide referendum in January 1954.

The Oklahoma State Legislature has the exclusive right to authorize turnpike routes. Subsequently, the OTA has the responsibility to complete engineering and economic feasibility analyses of the authorized routes before any turnpike can be constructed.

Turnpike bond sales must be approved by the Council of Bond Oversight and must comply with all rules and regulations of the United States Treasury Department and the United States Securities and Exchange Commission.

All OTA debt is issued in accordance with the Trust Agreement dated February 1, 1989, as amended. Since inception, the OTA has provided essential, convenient, cost effective and safe roadways to its patrons.

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**CIMARRON TURNPIKE
LONE CHIMNEY SERVICE PLAZA RECONSTRUCTION**





Indian Nation
Turnpike

Joint OHP/
Maintenance
Facility near
McAlester



Turner
Turnpike

Bridge
Rehabilitation
near Chandler

Turner Turnpike
Salt Barn
Construction
at Stroud





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April 30, 2010

To the Honorable Brad Henry, Governor
Oklahoma Turnpike Bondholders and
Citizens of the State of Oklahoma

On behalf of the Oklahoma Turnpike Authority (OTA), we are pleased to transmit this comprehensive annual financial report (CAFR) for calendar year 2009. The Controller Division has prepared this CAFR in accordance with accounting principles generally accepted in the United States of America. Responsibility for both the accuracy of the data and the completeness and fairness of the presentation, including all disclosures, rests solely with the OTA.

Management of the OTA is responsible for the establishment and maintenance of internal accounting controls that have been designed to ensure assets are safeguarded and financial transactions are properly recorded and adequately documented. Such internal controls require estimates and judgments from management so that, in attaining reasonable assurance as to the adequacy of such controls, the cost does not outweigh the achieved benefit. We have established an internal control structure designed to achieve these financial objectives. We believe that the data, as presented, is accurate in all material respects and that it presents fairly the financial position and results of the OTA's operations.

This report is presented in three sections. The Introductory Section contains a general overview of the OTA, the local economy and the OTA's major initiatives. The Financial Section contains the independent auditor's report, the Management's Discussion and Analysis (MD&A), the basic financial statements, notes to the financial statements and other supplementary information. The MD&A is a narrative introduction, overview and analysis to accompany the basic financial statements. Readers are encouraged to review this information. The Statistical Section provides selected comparative, multi-year comprehensive annual financial and demographic information.

An audit of these financial statements has been performed in accordance with generally accepted auditing standards in compliance with the requirements of Section 711 of our Trust Agreement. The required audit has been performed for the year ended December 31, 2009 by the OTA's independent auditors, Grant Thornton LLP.

PROFILE OF THE OKLAHOMA TURNPIKE AUTHORITY

The OTA is an instrumentality of the State of Oklahoma (the State) and a body corporate and politic, created by statute in 1947 to provide an alternative means of constructing necessary State roadways without further straining limited State highway funds. The OTA is authorized to construct, maintain, repair and operate the Turnpike System, which presently consists of ten turnpikes covering approximately 605 miles. The OTA enhances the State's transportation network by providing an effective and efficient means of travel without straining appropriations. No tax appropriations are directly received by the OTA; operations and debt service are funded by toll revenues. Only those patrons traveling the roadways, which includes out-of-state travelers, pay the tolls. Turnpikes serve Oklahoma as a mechanism for building and using roads now but gradually paying for the infrastructure as it is used. The OTA is similar to a public utility, providing a needed basic service at a fee that yields a return to its bondholders (investors). The OTA must generate sufficient revenues to operate and maintain its roads at a high quality, as well as provide for debt service payments to its bondholders.

The Oklahoma Legislature has sole discretion to authorize turnpike routes, with approval from the Oklahoma Department of Transportation. Turnpike Revenue Bonds or Refunding Bonds may be issued for the purpose of paying the costs of turnpike projects or refunding outstanding bonds. Turnpike bond sales must be approved by the Council of Bond Oversight and must comply with all rules and regulations of the United States Treasury Department and the United

States Securities and Exchange Commission. All OTA debt is issued in accordance with the Trust Agreement dated February 1, 1989, as amended (the Trust Agreement). Turnpike Revenue Bonds are payable solely from the tolls and other OTA revenues and do not constitute indebtedness of the State.

The OTA's governing body (the Authority) consists of the Governor (ex-officio) and six members. The members are appointed by the Governor and approved by the State Senate. They serve eight-year, uncompensated terms and may be reappointed. The Authority appoints the Director of the OTA.

The Director, with the Deputy Director and division management staff, supervises the daily operations of the organization. Authority members provide oversight and policy direction. They appoint various consulting entities with national reputations for excellence, including the General Counsel, Bond Counsel, Consulting Engineers, Consulting Traffic Engineers, Financial Advisor, Bond Underwriter(s) and Independent Auditor(s). All action taken by Authority members and staff must be in strict compliance with the provisions of the Trust Agreement.

Annually, the OTA is required by the Trust Agreement to adopt a final budget on or before December 1 to provide for the next year's operating expenses, monthly deposits to the Reserve Maintenance Fund and the Capital Plan. The budget is adopted on a modified accrual (non-GAAP) basis wherein expenditures are recognized on a cash basis and depreciation is not budgeted as an expenditure. Budgets are controlled at the division level, and the object of the budgetary controls is to ensure compliance with the provisions of the Trust Agreement. The Director and Deputy Director may approve changes within the budget at any level, but an increase in the total budget must be approved by the Authority.

ECONOMIC FACTORS

Oklahoma has a multifaceted economy making the state an attractive region in which to live and work. Oklahoma is a leader in the oil and natural gas industry, as well as agriculture and various manufacturing markets. Tourism also plays a key role in Oklahoma's economy, boasting more miles of shoreline than any other state, 57 state parks and numerous historic sites. Collectively, the state enjoys a very low tax burden and cost of doing business. Some of these factors have allowed Oklahoma to be slower than most of the nation to feel the effects of the national economic issues that began in the latter part of 2008. This slower pace is in part due to Oklahoma's commodity-based economy. According to Chad Wilkerson, Oklahoma City Branch Executive for the Federal Reserve, "commodity prices tend to be high at the beginning of a recession," but when prices fall, a commodity-based economy also topples into recession. This was noticeably true for Oklahoma's economy throughout 2009, and reflected in the decline of commercial traffic toll transactions on the Turnpike System.

Commercial transactions decreased 8.8% Systemwide in 2009 when compared to the prior year. This decrease translated into a 4.7% decline in commercial toll revenue. The decline in transactions was offset by an approximate 16% toll rate increase across the System that became effective in August 2009. This was the first toll increase in over eight years, with the last increase occurring in January 2001. In contrast to the trend in commercial traffic, passenger travel continued to increase with traffic transactions climbing 4.1% over the prior year. Commuter traffic has steadily increased on the urban John Kilpatrick and Creek Turnpikes.

According to a report from the Oklahoma State University (OSU) 2010 Economic Outlook Conference, the state will continue its slow climb out of the "worst global crisis since the great depression" with modest recovery statewide projected at a growth rate of roughly 2%. Wilkerson further reports that research conducted at the Federal Reserve indicates that "rebounds from deep recessions tend to be fairly simultaneous across the country because of the massive policy response." With the global recession and widespread policy response, Oklahoma should not see the same level of financial losses sustained in the 1980's when the recession was more regional in nature. Economists speculate the length of Oklahoma's prolonged financial hardship will depend most significantly on energy prices; they will be maintaining a close watch on gas production for indication of recovery. Economist Russell Evans, director of the Center of Applied Economic Research at OSU, anticipates further job declines for the state in the oil and gas and manufacturing sectors, but a rise in educational services. Bob Ball, economic research manager for the Tulsa Metro Chamber, echoed the positive and anticipates "steady improvement for the local economy" with job gains beginning to slowly build in the last half of the year. According to the Bureau of Labor Statistics, the state's unemployment rate for December 2009 was 6.6% compared to the nation unemployment rate of 10%. The Oklahoma Bankers' Association Chair of Commercial Bank Management, Gary Simpson, stated at the OSU 2010 Economic Outlook Conference that credit conditions are stabilizing, and the banking system in Oklahoma is fundamentally sound. In November 2009, *Forbes* ranked the top 100 of "America's Fastest-Recovering Cities." In compiling this ranking, the categories of unemployment rate, gross metropolitan product, foreclosures,

home prices and sales rates were considered. Both Tulsa and Oklahoma City were ranked by *Forbes* garnering ranking No. 12 and 13, respectively. Oklahoma State Treasurer Scott Meacham indicated that the January 2010 revenue collections improved slightly and were sufficient to fund allocations at the reduced level established previously. Meacham stated that the state was “seeing positive movement” over prior months.

In efforts to mitigate the effects of declining commercial revenues, OTA division management staff made efforts to hold operating expenses at conservative levels. In fact, total operating expenses as of December 31, 2009 were approximately \$70.8 million, a decline of 6.3% from the prior year’s level of \$75.3 million. All divisions endeavored to cut costs during these tough economic times, resulting in cancellation, reductions or delays in non-critical projects. All divisions reported lower fuel costs as fuel prices were lower in 2009 than in 2008. Also, other professional services decreased substantially as the result of changes in contractor service vendors and the completion of contractor provided projects. Operating expense increases were seen in several areas, but again operating expense decreases were more substantial. The more significant increases were seen in weather related supplies, legislatively-mandated employee benefit costs and other contractual services. Conservative measures continue. The 2010 Annual Budget was adopted in December 2009. With the 2010 Operating and Maintenance Budget established at \$67.2 million, the OTA reduced its budget from 2009 by approximately \$.5 million.

Oklahoma geographically serves as a transportation crossroads for three of the nation’s most important transportation and shipping corridors, as U.S. Interstates 35, 40, and 44 intersect within the state. The Turnpike System plays an important role in providing infrastructure to facilitate movement along these corridors and assists the State in accessing the opportunities available through interstate commercial activity. The Turnpike System contributes to the State’s economic development by bridging communities both in and out of the State. In accordance with its efforts to preserve the quality of the Turnpike System, the OTA will continue to focus on improving several bridges along the System and performing pavement rehabilitation. The OTA remains committed to customer convenience, quality roadways and fiscal responsibility.

LONG-TERM FINANCIAL PLANNING

Adopted in 1994 by the Authority, the Capital Plan continuously identifies the maintenance, rehabilitation and improvement needs of its existing system for the future. These needs are prioritized into a five-year maintenance and rehabilitation program designed to keep existing turnpikes in good condition thereby maintaining traffic flows and extending the useful life of the turnpikes. The maintenance, rehabilitation and improvement projects included in the five-year program should significantly increase the functionality and condition of the entire turnpike system. The five-year maintenance program is reviewed and updated on an annual basis during the budget process. Total funding for the Capital Plan for the years 2010 through 2014 approximates \$298 million.

The Trust Agreement sets forth the proper flow of funds to be established by the OTA. Disbursements from these funds are strictly governed by the Trust Agreement and are only made in compliance with the Trust Agreement. Accordingly, based on the planned capital investments programmed in the Capital Plan, required monthly deposits to the Reserve Maintenance Fund from revenues received are established during the budgeting period as required by Section 505 of the Trust Agreement. Monies held in the General Fund are also allocated for certain projects of the Capital Plan.

The Consulting Engineer, The Benham Companies, performed the 2009 annual inspection of all turnpikes as required by the Trust Agreement, and presented a report detailing information in regards to bridges, paving, drainage, lighting, signs and architectural features. These findings are used to develop OTA’s 2010 Capital Plan that includes \$41.3 million in improvements, \$31.0 million being funded from the Reserve Maintenance Fund and \$10.3 from the General Fund. Additionally, preliminary traffic studies completed by the Benham Companies advise expansion improvements prior to 2016 on the Creek Turnpike from US-75 to US-169, on the John Kilpatrick Turnpike from Meridian to Broadway Extension and the Turner Turnpike from Bristow to Sapulpa.

With the economic downturn of late 2008 and the resulting decline in commercial toll revenues, the OTA retained traffic engineer firm, Wilbur Smith Associates to conduct a systemwide traffic and revenue review study. As a result of that study, the new toll rates were adopted by the Authority and became effective August 2009. The toll increase is estimated to generate approximately \$21 million in additional toll revenue annually. This in turn will provide the necessary funds needed to continue the Authority’s commitment to its capital improvement program. Considering the toll increase and the national economic impact on traffic patterns, revenues are projected to result in forecasted toll revenue for 2010 of approximately \$216.6 million.

MAJOR INITIATIVES

Achieving system maintenance, rehabilitation and improvements identified in the five-year Capital Improvement Program remains a priority for the OTA. In keeping with this program, several major projects were completed in 2009, including new facilities, service plaza rehabilitation, signing program, pavement rehabilitation, bridge rehabilitation and other rehabilitation projects throughout the Turnpike System.

The new facilities included the completion of the joint Oklahoma Highway Patrol (OHP) and OTA maintenance facility on the H.E. Bailey Turnpike near Chickasha. A similar facility was completed on the Indian Nation Turnpike near McAlester. On the Will Rogers Turnpike, near Vinita, a shared OHP facility was completed. The facility is utilized by both a turnpike OHP troop and a non-turnpike OHP troop. Costs for this facility were shared by OTA and the Department of Public Safety.

Renovating many of OTA's service plazas is at the forefront of major initiatives. A grand opening was held to mark the completion of the Lone Chimney service plaza on the Cimarron Turnpike. The Lone Chimney service plaza was completely rebuilt in cooperation with concessionaires McDonald's and Kum and Go. Contracts for engineering services for the Muskogee and H.E. Bailey service plazas are being completed. Selection of an architect and engineering consultant to prepare design plans for the remodel of the Vinita service plaza on the Will Rogers Turnpike is also underway.

A variety of other rehabilitation projects occurred throughout the System. The Cimarron and Muskogee Turnpikes have undergone an extensive sign replacement project, and a sign rehabilitation project for the Cherokee Turnpike is in the design phase. The signing program was used to update regulatory, warning and information signs that were faded or had lost their reflectivity. These signs are informative, aesthetically pleasing and conform to national standards. Additionally, OTA's Maintenance Division has been correcting loose anchor bolts and missing cover plates on the signs as identified by the Consulting Engineer's report. Also, the utilities and pads have been completed for the placement of nine dynamic message signs on the ODOT and OTA right-of-way. These nine signs will focus on traffic traveling the John Kilpatrick, Turner, Will Rogers and Creek Turnpikes. Dynamic message signs are permanent, changeable message structures that provide notice to the motoring public of roadway and driving conditions and hazards affecting public safety, such as roadway and lane closures, accidents, snow and ice conditions and roadway obstructions.

Progress continues on several other joint projects between the OTA and other entities. The OTA and the Oklahoma Department of Transportation (ODOT) entered into a bridge replacement participation agreement for the replacement of five bridges that cross over the Turner and Will Rogers Turnpikes. The bridge over the Turner Turnpike near Wellston was completed in the latter part of 2008. Also, the bridge at Chandler was completed in 2009. Plans are underway for improvements on the other three bridges.

The OTA's Maintenance Division, along with inmate labor and contractors, provides a vital role for the Turnpike System. Maintenance crews performed roadway, bridge and right-of-way repairs on the System. Right-of-way projects include fence and drainage repairs, herbicide treatments, mowing, planting wild flowers and trees and slope repairs. In 2009, several winter storms resulted in maintenance crews working tirelessly to clear turnpike roadways. To assist in these efforts, new salt barns have recently been constructed at various locations on the System. A new salt barn was completed at the Stroud maintenance yard and plans are to complete an additional salt barn on the H. E. Bailey in 2010.

The OTA provides a special convenience through its *PIKEPASS* system for travelers desiring free-flow travel. The *PIKEPASS* system is the OTA's automated electronic toll collection system which allows travelers to travel at highway speeds through designated lanes without stopping to pay tolls. A *PIKEPASS* tag is mounted to the windshield of the customer's vehicle. The tag emits a radio frequency that is recognized by a positioned reader, and data is captured and transmitted via the electronic toll collection system. The information is then translated into the appropriate toll collection transactions for each customer's individual account. The electronic *PIKEPASS* system eases congestion around the plazas, improves safety and enhances driver satisfaction. *PIKEPASS* customers enjoy a 5% average savings off the cash toll price for using their tags and are eligible for an additional 5% reward for participating in the volume discount program with 20 or more qualifying toll transactions in a month. The discount is calculated for each tag independently, and the account must remain positive for discounts to apply. In order to advance to the next level of technology, new readers, Encompass 6 (E6) readers, will be fully installed throughout the System by mid-2010. The E6 reader is a multi-protocol reader which can read the current *PIKEPASS*

tag and allow for the use of new sticker tag technology. Testing of the E6 readers was completed in 2009, and E6 readers were installed on the John Kilpatrick, Will Rogers, Cimarron, and Cherokee Turnpikes.

On June 11, 2009, the Tulsa Airport Authority and the OTA held a ribbon-cutting ceremony at the Tulsa Airport. The ceremony marked the beginning of full utilization of *PIKEPASS* tags for Tulsa airport parking. *PIKEPASS* customers who have an auto-replenish by credit card *PIKEPASS* account can now use their *PIKEPASS* tag to enter and exit the Tulsa Airport parking facility. Parking fees are automatically charged to the credit card securing the customer's account. These charges are also included on the customer's *PIKEPASS* account statement and *PIKEPASS* online account. To allow for this increase in services, the IT Division modified the customer invoicing component of the customer service center software.

Providing first class customer service to our customers is of upmost importance to OTA whether it be while traveling the turnpike or in managing a customer *PIKEPASS* account. Online services are available that range from applying for a *PIKEPASS* to managing the *PIKEPASS* account. *PIKEPASS* customers may pay their account online by credit or debit card through the *PIKEPASS* online system. This online service enables customers to manage their account via the internet. As of December 31, 2009, the OTA had approximately 513,000 active *PIKEPASS* accounts on the Turnpike System, with over 969,000 active *PIKEPASS* tags in use.

AWARDS AND ACKNOWLEDGEMENTS

The Oklahoma/Arkansas Chapter of the American Concrete Pavement Association's Award Program recognized the OTA as the winner in three separate categories. The Silver Winner award in the 2008 Pavement Restoration Category for construction on the Will Rogers Turnpike, Afton Interchange, was presented to the OTA. A Silver Winner award was also accepted by the OTA in the category, Divided Highways (rural) for Excellent Concrete Pavement constructed on the Cimarron Turnpike, milepost 15 to milepost 22. The OTA also received the Gold Winner award in the 2008 Concrete Pavement Restoration Category for work completed on the Cimarron Turnpike, Stillwater Spur. The Stillwater Spur was also recognized by the American Concrete Pavement Association as a National Silver award winner. In addition, the Engineering Division accepted the Pharaoh Award presented by the Association of Oklahoma General Contractors for best bridge designed and constructed in Oklahoma for 2009 for a county bridge crossing over the Will Rogers Turnpike in Ottawa County.

The Government Finance Officers Association (GFOA) awarded a Certificate of Achievement for Excellence in Financial Reporting to the OTA for its comprehensive annual financial report (CAFR) for the year ended December 31, 2008. In order to be awarded a Certificate of Achievement, the governmental unit must publish an easily readable and efficiently organized CAFR conforming to program standards. Such reports must satisfy both generally accepted accounting principles (GAAP) and applicable legal requirements. A Certificate of Achievement is valid for a period of one year only. The OTA has received this prestigious award since 1990. The OTA believes that its current CAFR continues to meet the Certificate of Achievement Program requirements and will be submitting it to the GFOA to determine its eligibility for another certificate.

The preparation of this report would not have been possible without the efficient and dedicated efforts given by the Controller Division staff who prepared and designed the report. Appreciation is also due the OTA's management staff for their professional contributions to this report and to the OTA's independent auditors for their participation in the review of this report. Special appreciation is extended to Governor Brad Henry and the Authority Members. Support of the Authority's efforts to excel in the operational and financial management of the OTA is sincerely appreciated.

Respectfully submitted,

THE OKLAHOMA TURNPIKE AUTHORITY



Douglas F. Riebel
Chairman



Gary Ridley
Director



Julie Porter
Controller

Certificate of Achievement for Excellence in Financial Reporting

Presented to

Oklahoma Turnpike Authority

For its Comprehensive Annual Financial Report for the Fiscal Year Ended December 31, 2008

A Certificate of Achievement for Excellence in Financial Reporting is presented by the Government Finance Officers Association of the United States and Canada to government units and public employee retirement systems whose comprehensive annual financial reports (CAFRs) achieve the highest standards in government accounting and financial reporting.



President

Executive Director

Description Of The Oklahoma Turnpike System

Turner Turnpike

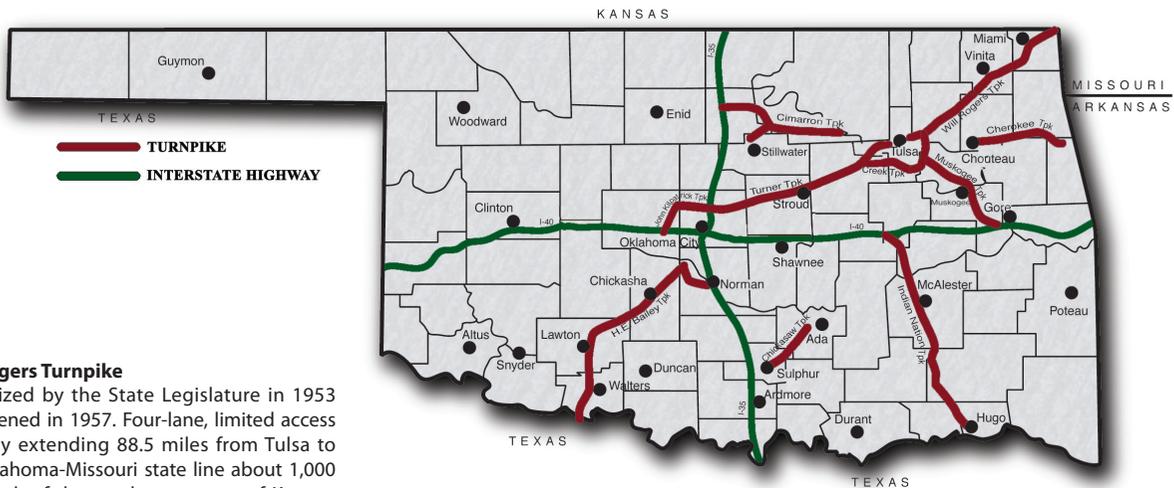
Authorized by the State Legislature in 1947 and opened in 1953. Four-lane, limited access highway extending 86.0 miles from Tulsa to Oklahoma City. Interchanges at Sapulpa, Kellyville, Bristow, Stroud, Chandler and Wellston. Service station and/or restaurant with free restrooms at Heyburn, Stroud, Chandler and Wellston.

Chickasaw Turnpike

Authorized by the State Legislature in 1987 and opened in 1991. Two-lane, limited access highway extending 27.1 miles from S.H. 7 west of Sulphur to S.H. 1 near Ada. Only 17.3 miles tolled, with interchanges at S.H. 7, U.S. 177 and Roff.

Cherokee Turnpike

Authorized by the State Legislature in 1987 and opened in 1991. Four-lane, limited access highway extending 32.8 miles from U.S. 412 at Locust Grove to U.S. 412 west of West Siloam Springs. Interchanges at Locust Grove, U.S. 412 and S.H. 10. Restaurant and service station with free restrooms at Leach.



Will Rogers Turnpike

Authorized by the State Legislature in 1953 and opened in 1957. Four-lane, limited access highway extending 88.5 miles from Tulsa to the Oklahoma-Missouri state line about 1,000 feet south of the southeast corner of Kansas. Interchanges at Claremore, Adair (S.H. 28), Big Cabin, Vinita, Afton and Miami. Service station and restaurant with free restrooms at Vinita.

H.E. Bailey Turnpike

Authorized by the State Legislature in 1953, the original 86.4 miles opened in 1964, and the 8.2 mile extension authorized in 1987 opened in 2001. The original four-lane, limited access highway extending 86.4 miles opened in two sections: north section (61.4 miles) from Oklahoma City to U.S. 277 north of Lawton; south section (25.0 miles) from U.S. 277 south of Lawton to U.S. 70, 5.2 miles north of the Texas state line. Interchanges at Chickasha, Cyril, Elgin and Walters. Service station and/or restaurant with free restrooms at Chickasha and Walters. The four-lane, limited access extension runs 8.2 miles within Grady County from an interchange of the original H.E. Bailey Turnpike to S.H. 9. The route generally extends east and west through a rural area west of Norman.

Indian Nation Turnpike

Authorized by the State Legislature in 1955, north section (41.1 miles) opened in 1966 and south section (64.1 miles) opened in 1970. Four-lane, limited access highway extending 105.2 miles from U.S. 75/I-40 near Henryetta to U.S. 70 near Hugo. Interchanges at Eufaula, Ulan, McAlester, Daisy and Antlers. Service station and restaurant with free restrooms at Eufaula and Antlers.

Muskogee Turnpike

Authorized by the State Legislature in 1965 and opened in 1969. Four-lane, limited access highway extending 53.1 miles from Tulsa to I-40 near Webber Falls. Interchanges at Coweta, Muskogee and U.S. 64 near Webber Falls. Service station and restaurant with free restrooms at Muskogee.

John Kilpatrick Turnpike

Authorized by the State Legislature in 1987, the original 9.5 miles opened in 1991, and the 15.8 mile extension opened in sections during 2000 and 2001. Four-lane, limited access, urban highway extending 25.3 miles from the Oklahoma City interchange of the Turner Turnpike and I-35 to I-40 between Mustang and Sara Road. The route is generally along Memorial Road on the north, turning south parallel to Sara Road just west of County Line Road, passing by Lake Overholser on its west side parallel to Morgan Road to an interchange at I-40, giving access to traffic traveling east and west on the interstate system. Interchanges at Eastern Ave., U.S. 77/Broadway Extension, Western Ave., Pennsylvania Ave., May Ave., Portland Ave./Lake Hefner Parkway, Meridian Ave., MacArthur Blvd., Rockwell Ave., NW Expressway, Wilshire Blvd., S.H. 66 and N.W. 10th.

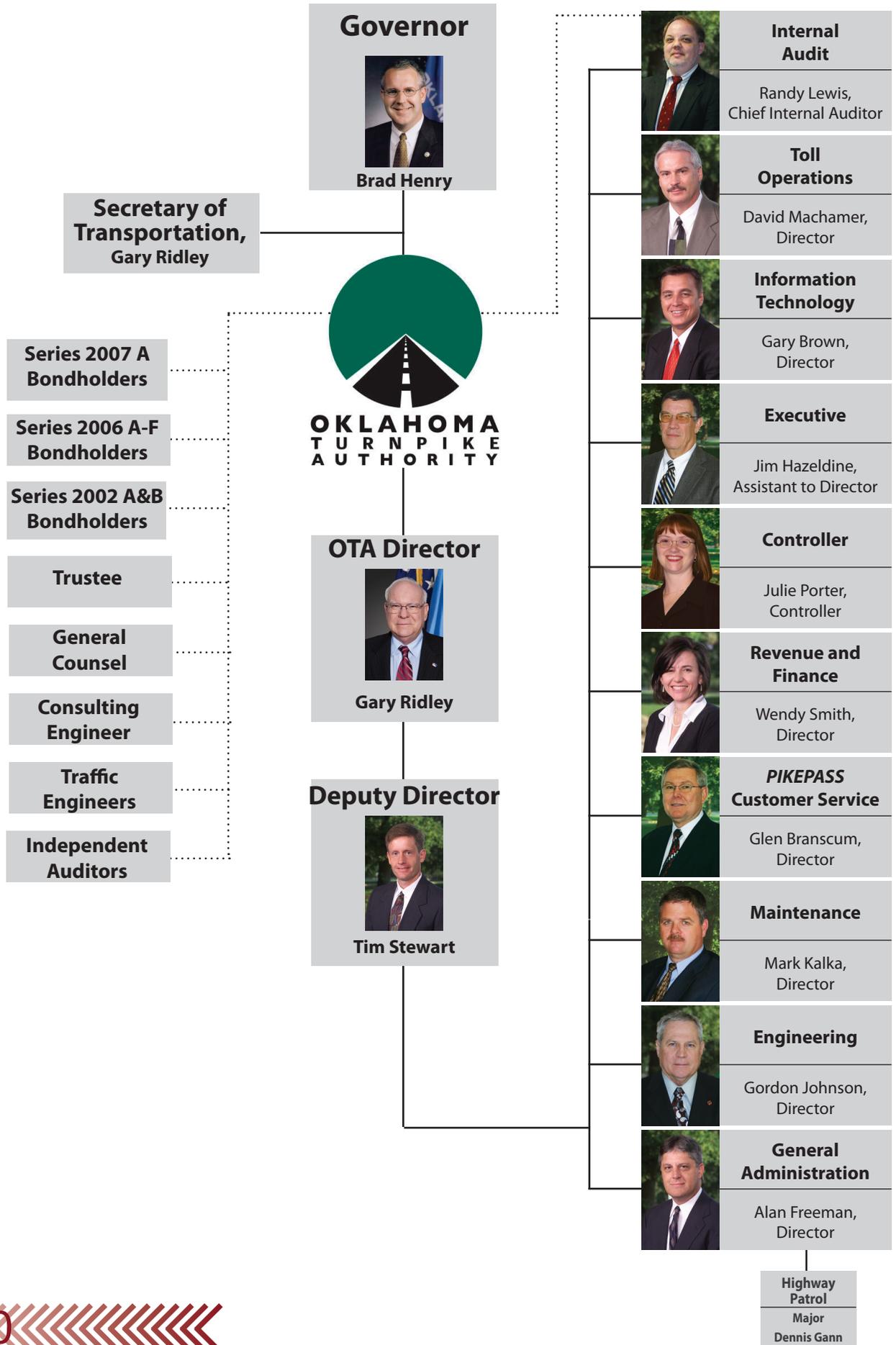
Cimarron Turnpike

Authorized by the State Legislature in 1965 and opened in 1975. Four-lane, limited access highway extending 59.2 miles on main route from I-35/U.S. 64 east of Enid to Tulsa, and 8.5 miles on a spur connecting the main route with Stillwater and Oklahoma State University. Interchanges at U.S. 77, U.S. 177, Stillwater, Morrison, S.H.18, Hallett and S.H. 48. Service station and restaurant with free restrooms at Lone Chimney.

Creek Turnpike

Authorized by the State Legislature in 1987, the original 7.4 miles opened in 1992, the 4.9 mile Creek West Extension opened in 2000, the 13.1 mile Broken Arrow South Loop opened in sections during 2001 and 2002 and the 9.0 mile Creek East Extension opened in 2002. Four-lane, limited access, urban highway extending 34.4 miles from the Turner Turnpike at S.H. 66 to the I-44 interchange of the Will Rogers Turnpike, providing access to traffic traveling east into Tulsa and south to Okmulgee; continues generally through the city of Broken Arrow to the Muskogee Turnpike; then north to the Will Rogers Turnpike. Interchanges at South 49th West Avenue, U.S. 75, Peoria Avenue, Riverside Drive, Yale Avenue, U.S. 64/Memorial Drive, U.S. 169, South 129th East Avenue, South 161st East Avenue, South 193rd East Avenue, East 101st Street, S.H. 51, Muskogee Turnpike, 71st Street, 51st Street, 31st Street, 11th Street, Highway 412 and Pine Street.

Organizational Chart



Oklahoma Turnpike Authority Members

Chairman



Douglas F. Riebel
District 1

Vice-Chairman



Mike Leonard
District 2

Secretary & Treasurer



C. Kendric Fergeson
District 5

Member



Clark Brewster
District 4

Member



David Burrage
District 6

Member



Hal Ellis
District 3

District Map



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**H. E. BAILEY TURNPIKE
BRIDGE RECONSTRUCTION**





Turner
Turnpike
Pavement
Rehabilitation



Muskogee
Turnpike
Signing
Project

Indian Nation
Turnpike
Shoulder
Rehabilitation



Cimarron
Turnpike
Pavement Rehabilitation
on the Spur





Grant Thornton

Report of Independent Certified Public Accountants

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Oklahoma Turnpike Authority

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We have audited the accompanying basic financial statements of the Oklahoma Turnpike Authority (the Authority), a component unit of the State of Oklahoma, as of and for the years ended December 31, 2009 and 2008 as listed in the table of contents. These financial statements are the responsibility of the Authority's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America as established by the American Institute of Certified Public Accountants and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Authority, as of December 31, 2009 and 2008, and the changes in its net assets and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

In accordance with *Government Auditing Standards*, we have also issued our report dated March 30, 2010 on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be considered in assessing the results of our audit.

The Management's Discussion and Analysis on pages 14 through 19 is not a required part of the basic financial statements but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audit was conducted for the purpose of forming an opinion on the Authority's basic financial statements. The accompanying supplementary financial schedules listed in the table of contents are presented for purposes of additional analysis and are not a required part of the basic financial statements. The supplemental financial schedules on pages 40 and 41 and pages 44 and 45 have been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole. The introductory section on pages 3 through 11, the supplementary schedules on pages 42 and 43 and the statistical section on pages 48 through 85 have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we express no opinion on them.

Grant Thornton LLP

Oklahoma City, Oklahoma
March 30, 2010

Management's Discussion and Analysis, Years Ended December 31, 2009 and 2008

This section of the Oklahoma Turnpike Authority's (OTA) annual financial report presents our discussion and analysis of the OTA's financial performance during the fiscal year that ended December 31, 2009. Please read it in conjunction with the transmittal letter in the introductory section of this report and the OTA's financial statements, which immediately follow this discussion and analysis.

FINANCIAL HIGHLIGHTS

OTA's net toll revenues for fiscal year 2009 were \$204.8 million, a 4.4% increase over 2008 net toll revenues and a 4.1% increase over 2007 revenues. With the national economic downturn that began in 2008 coupled with rising fuel costs, OTA began to see slight declines in commercial and passenger traffic in the third quarter of 2008. As fuel prices stabilized, passenger traffic resumed, but commercial traffic posted a decrease for the fourth quarter of 2008 of 4.8% over the same period of 2007. Throughout 2009, passenger traffic remained steady, but the national recession continued to hold commercial traffic to lower levels. With this decline in commercial toll revenue impacting total net toll revenues, the OTA retained traffic engineers Wilbur Smith Associates to conduct a Systemwide traffic and revenue study. As a result of that review, on July 15, 2009, the Authority approved a Systemwide toll increase averaging 16% for both passenger and commercial traffic. The new toll rates became effective August 4, 2009. The toll increase was the first increase since January 1, 2001. It is anticipated that the increase will generate approximately \$21 million in additional toll revenue annually. This in turn will provide the necessary funds needed to continue the Authority's commitment to its capital improvement program. The System posted total toll transactions of 150.2 million, 146.0 million and 141.5 million in 2009, 2008 and 2007, respectively. Commercial traffic represents 8.3%, 9.4% and 9.6% of total toll transactions for 2009, 2008 and 2007, respectively.

OVERVIEW OF THE FINANCIAL STATEMENTS

The financial section of this annual report consists of three parts: management's discussion and analysis, the basic financial statements with the notes to the financial statements and other supplementary information. The financial statements provide both long-term and short-term information about the OTA's overall financial status. The financial statements also include notes that explain some of the information in the financial statements and provide more detailed data. The statements are followed by a section of other supplementary information that further explains and supports the information in the financial statements.

The OTA's financial statements are prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units on an accrual basis. Under this basis, revenues are recognized in the period in which they are earned, expenses are recognized in the period in which they are incurred and depreciation of assets is recognized in the Statements of Revenues, Expenses, and Changes in Net Assets. All assets and liabilities associated with the operation of the Authority are included in the Statements of Net Assets.

The Statements of Net Assets report the OTA's net assets and how they have changed. Net assets – the difference between the OTA's assets and liabilities – is one way to measure the OTA's financial health or position. Over time, increases or decreases in net assets can serve as one indicator of whether the financial position is improving or deteriorating. As shown in Table A-1, the OTA's net assets have increased each year.

FINANCIAL ANALYSIS OF THE OTA

Net Assets

The OTA's total net assets at December 31, 2009, were approximately \$301.3 million, an increase of 3.0% over December

Table A-1: Net Assets (in millions of dollars)

	2009	2008	2007	Percentage Change 2009-2008
Current and other assets	\$ 215.1	\$ 215.5	\$ 251.0	(0.2%)
Noncurrent restricted assets	136.6	93.7	91.7	45.8%
Capital assets	1,143.6	1,178.3	1,180.4	(2.9%)
Total assets	1,495.3	1,487.5	1,523.1	0.5%
Current liabilities	134.2	93.2	91.4	44.0%
Noncurrent liabilities	1,059.8	1,101.9	1,140.8	(3.8%)
Total liabilities	1,194.0	1,195.1	1,232.2	(0.1%)
Net Assets:				
Invested in capital assets, net of related debt	83.2	78.4	43.1	6.1%
Restricted	122.1	98.9	99.3	23.5%
Unrestricted	96.0	115.1	148.4	(16.6%)
Total net assets	\$ 301.3	\$ 292.4	\$ 290.8	3.0%

31, 2008 (see Table A-1). Total assets increased 0.5% to \$1,495.3 million, and total liabilities decreased 0.1% to \$1,194.0 million. As of December 31, 2008, total net assets were approximately \$292.4 million, a slight increase of 0.6% over December 31, 2007. Also, in 2008, total assets decreased 2.3% to \$1,487.5 million, and total liabilities decreased 3.0% to \$1,195.1 million when compared to December 31, 2007.

The largest components of the total current and other assets in Table A-1 are the unrestricted and restricted cash and investment accounts. The OTA's Trust Agreement defines the flow of funds and establishes various unrestricted and restricted accounts for the OTA. These accounts are referred to as "Funds" for discussion purposes, but are consolidated for the purposes of enterprise fund financial statement presentation. Unrestricted cash and investment accounts are comprised of monies held in the Revenue and General Funds and total \$102.5 million at December 31, 2009, a decrease of \$17.1 million when compared to the \$119.6 million held at December 31, 2008 in these funds. Balances of unrestricted cash and investment accounts at December 31, 2008 decreased \$24.2 million from the previous year's total of \$143.8 million. Residual funds not needed in the Revenue Fund for debt service requirements, required reserve maintenance transfers and operating expenses are transferred to the General Fund monthly. The increase in revenues coupled with a decrease in operating expenses resulted in an increase in General Fund transfers in 2009. The transfer of monies to the General Fund increased from \$12.6 million in 2008 to \$22.1 million in 2009, more comparable with the 2007 transfer of \$24.2 million. The utilization of General Fund monies for programmed capital expenditures and the transfer of \$7.5 million to the Revenue Reserve Account to cash fund a portion of the revenue bond reserve requirement (see discussion below) led to the reduction in current unrestricted cash and investments in the current year. The General Fund monies are utilized for programmed projects, primarily related to the five-year Capital Plan (the Capital Plan) for System maintenance and rehabilitation, determined annually through the budgeting process. The Revenue Fund monies provide for the general operations of the Turnpike System; this fund is directly impacted by fluctuations in operating results. As presented in Table A-2, page 16, as the result of the toll increase the OTA experienced strong revenue growth of 4.4% in 2009, while in 2008, revenues fell just short of the previous year by 0.3%.

The monies held in restricted cash and investment accounts are primarily comprised of the Reserve Maintenance Fund, the PIKEPASS Prepayment Fund and debt service accounts. Each month a deposit is transferred to the Reserve Maintenance Fund from revenues (unrestricted cash) to fund capital projects as budgeted in the Capital Plan. The required Reserve Maintenance Fund deposit for each year is established by the Consulting Engineer during the annual review and evaluation of the Turnpike System. At December 31, 2009, the current restricted cash and investments accounts were approximately \$99.4 million, up \$15.5 million from the previous year. This \$15.5 million increase (an 18.5% net increase when compared to December 31, 2008, and a 4.2% net increase when compared to December 31, 2007) primarily involves the Reserve Maintenance Fund. The Reserve Maintenance Fund increased \$11.3 million resulting from the delay of certain construction projects. This is further reflected

in Table A-4 on page 18 in the construction work in progress category decreasing 88.9% to \$7.8 million. The utilization of revenues to fund capital projects through the deposits to the Reserve Maintenance Fund, rather than the issuance of bond proceeds for new capital projects, is reflected by the 6.1% increase in net assets invested in capital assets, net of related debt (see further discussion below).

Noncurrent restricted assets consist of the Revenue Reserve Account and the Turnpike Trust Fund. These assets increased \$42.9 million or 45.8% over 2008 and \$44.9 million or 49.0% over 2007. The increase related to the increase in the Revenue Reserve Account. In order to be in full compliance with the Second Senior Bond Reserve Fund requirement of the Trust Agreement, additional funding of the Revenue Reserve Account was needed when the credit rating of the insurance provider of the surety policy providing the balance of the reserve account requirement was downgraded. The downgrade of the insurance provider necessitated funding from the OTA. The OTA entered into a \$35 million loan agreement (the Compass Loan) with BBVA Compass Bank to secure these funds. The Compass Loan proceeds were invested in a certificate of deposit with BBVA Compass Bank. Additionally, \$7.5 million was transferred from the General Fund to the Revenue Reserve Account to meet the remainder of the balance requirement. See also discussion of Debt Administration on pages 18 and 19. This increase is also reflected in Table A-1 as a component of Restricted Net Assets.

The \$41.0 million increase in current liabilities stemmed mainly from the increase in the current portion of long-term debt, which reflects the largest portion due on the \$35 million Compass Loan. Total noncurrent liabilities decreased \$42.1 million resulting from the retirement of the 2009 current portion of Second Senior Bonds. With the offset of the current and noncurrent liabilities, total liabilities decreased approximately 0.1%.

Total net assets at December 31, 2009, increased \$8.9 million to \$301.3 million when compared to 2008. Net assets invested in capital assets, net of related debt consists of capital assets net of accumulated depreciation reduced by the amount of outstanding indebtedness from any bonds that are attributable to the acquisition, construction, or improvement of those assets. For purposes of this calculation, this outstanding indebtedness includes both revenue bonds payable and a liability to the Oklahoma Department of Transportation (ODOT) for the construction and acquisition of capital assets. The category, invested in capital assets, net of related debt increased in 2009 \$4.8 million and had a strong increase of \$35.3 million in 2008 resulting from the construction of capital assets from operating revenues. As mentioned previously, the increase was not as significant this year as projects were minimized in response to declining commercial traffic. Capital asset investments have been achieved through the annual transfers of revenue to the Reserve Maintenance Fund and General Fund for this purpose, rather than the issuance of additional debt.

Changes in Net Assets

As depicted in Table A-2, page 16, the OTA's total operating revenues were approximately \$206.1 million, an increase of 4.4% when compared to 2008 revenue and a 4.0% gain over 2007 operating revenue levels. Operating revenues include

Table A-2: Changes in Net Assets (in millions of dollars)

	2009	2008	2007	Percentage Change 2009-2008
Operating revenues:				
Toll Revenue	\$ 204.8	\$ 196.2	\$ 196.7	4.4%
Concession revenue	1.3	1.3	1.4	-
Total operating revenues	206.1	197.5	198.1	4.4%
Operating expenses and depreciation:				
Operating expenses	70.9	75.3	70.2	(5.8%)
Depreciation and amortization	77.7	75.7	71.8	2.6%
Total operating expenses and depreciation	148.6	151.0	142.0	(1.6%)
Operating income	57.5	46.5	56.1	23.7%
Non-operating revenues (expenses):				
Interest earned on investments	6.1	8.4	11.3	(27.4%)
Net increase (decrease) in fair value of investments	(2.4)	(1.0)	4.8	140.0%
Interest expense on revenue bonds outstanding	(57.2)	(55.4)	(52.7)	3.3%
Other	4.9	3.1	1.9	58.1%
Net non-operating expenses	(48.6)	(44.9)	(34.7)	8.2%
Change in net assets	8.9	1.6	21.4	456.3%
Total net assets, beginning of the year	292.4	290.8	269.4	0.6%
Total net assets, end of the year	\$ 301.3	\$ 292.4	\$ 290.8	3.0%

toll transactions and rental fees received from concessionaires operating on the Turnpike System. Toll transactions during 2009 were just over 150.2 million and were 2.9% higher than in 2008. Toll transactions for 2008 reported just over 146.0 million, a 3.2% increase over the prior year. The strongest increases in toll transactions continued to be seen on the urban Creek and John Kilpatrick Turnpikes as noted by the growth rates of 3.6% and 2.4%, respectively, during 2009. As pointed out in earlier discussion, with the staggering economy and lagging commercial traffic, a review of the System was completed and new toll rates were put in place on August 4, 2009. The average 16% increase in toll rates resulted in year-to-date revenue growth for 2009.

Total operating income increased \$11.0 million to \$57.5 million when comparing 2009 to 2008. The increase in operating income resulted from the \$8.6 million increase in operating revenues and the \$4.4 million decrease in operating expenses, offset by the \$2.0 million increase in depreciation and amortization. See Table A-3 and detailed discussions of operating expenses on page 17. See Table A-4, page 18 for detailed discussions on capital assets.

Total operating expenses before depreciation decreased 5.8% over 2008 as detailed further in Table A-3 on page 17. All divisions continued to closely monitor and control operating expenses, as demonstrated by the year-end Revenue Fund operating expenses reporting 6.9% under budgeted projections. All divisions' operating expenses were impacted in 2009 by the

increase in the employee benefit allowance for insurance costs and the increase in the employer's retirement rate from 14.5% to 15.5%. The employer retirement percentage will top out at 16.5% on July 1, 2010, to assist in the adequate funding of the Oklahoma Public Employees Retirement System. Also, state legislation requires the employee health benefit allowance to be increased incrementally with increased health insurance costs. On the other hand, lower fuel prices contributed to savings throughout the OTA, as well as concerted efforts to minimize discretionary spending. In 2008, total operating expenses before depreciation increased 7.3% when compared to 2007, and year-end Revenue Fund operating expenses reported 5.0% under budgeted projections. In 2008, overall increases in total operating expenses were in large part due to increases in employee benefits and salary costs related to Oklahoma Highway Patrol (OHP) and higher organizational fuel costs.

Total net non-operating expenses increased to \$48.6 million in 2009, a \$3.7 million increase when compared to 2008. Primarily as a result of the decline in total investment holdings, 2009 interest earned on investments continued the declining trend that began between 2007 and 2008 and decreased \$2.3 million or 27.4%. The decline in total investments results from decreased revenue inflows for the first half of the year and the outflow of funds associated with completing several capital projects. Additionally, declines in the fair value of OTA's investments in 2009 contributed to the increase in total non-operating expenses. Also contributing to the fluctuation in expenses was the current

Table A-3: Operating Expenses Before Depreciation and Amortization (in thousands of dollars)

	<u>2009</u>	<u>2008</u>	<u>2007</u>	<u>Percentage Change 2009-2008</u>
Toll Operations	\$ 18,263	\$ 17,515	\$ 17,391	4.3%
Turnpike Maintenance	17,557	20,203	20,071	(13.1%)
Engineering	3,667	5,190	2,605	(29.3%)
Highway Patrol	12,154	13,187	12,195	(7.8%)
PIKEPASS Customer Service	9,547	8,897	8,371	7.3%
General Administration	2,134	2,101	2,194	1.6%
Information Technology	4,065	5,198	4,706	(21.8%)
Controller	821	740	685	11.0%
Finance and Revenue	1,269	869	462	46.0%
Executive	1,438	1,420	1,513	1.3%
Authority	-	-	4	-
Total operating expenses before depreciation and amortization	<u>\$ 70,915</u>	<u>\$ 75,320</u>	<u>\$ 70,197</u>	<u>(5.8%)</u>

year increase in interest expense of \$1.8 million related to the Series 2006B-F variable rate bonds. See the discussion on Debt Administration on pages 18 and 19 for further details. The increase in other non-operating revenues was primarily related to a change in certain procedures related to processing violation transactions on the System.

Operating Expenses

The Toll Operations Division's operating expenses were consistent between 2007 and 2008. Expenses increased \$0.7 million or 4.3% in 2009 over prior year levels. Approximately, \$0.5 million is the result of a market adjustment salary increase for certain toll collectors, an increase in legislatively mandated increases in the health benefit allowance and an increase in the number of administrative personnel within the division. The other portion of the increase results from contractor provided maintenance and software technician positions being full staffed at contracted levels.

After maintaining consistency between 2007 and 2008, during 2009, the Turnpike Maintenance Division's expenses decreased approximately \$2.6 million. The road maintenance category accounted for the majority of this decrease. More specifically, 2009 diamond grinding projects were accelerated in 2008 and less critical 2009 projects were reconsidered for cost saving purposes. The Maintenance Division also benefitted from lower fuel costs in 2009, which helped offset increases necessary for additional purchases of ice and snow supplies.

The increase between 2007 and 2008 and the decrease noted this year in Engineering operating expenses related to certain project design costs which were expensed in 2008 when the projects were determined to have been put on hold indefinitely. If these projects are considered in the future, the scope of the projects will be changed, and new design plans will become necessary. Accordingly, these costs were removed from construction work in progress and expensed consistent with appropriate accounting procedures. The approximate \$1.1 million change between 2009 and 2007 is primarily related to contractual services that were provided in 2009 for aerial mapping of the Turner, John Kilpatrick

and Creek Turnpikes and for an emergency bridge repair on the Turner Turnpike. Also, in 2009, salary costs were greater because of a change in staffing.

Operating expenses for the Oklahoma Highway Patrol (OHP) declined approximately \$1.0 million from 2008. A large part of the savings related to fewer purchases of noncapitalizable equipment for trooper vehicles. These equipment costs are individually under the scope for capitalization and are therefore reflected as operating expenses. Fewer vehicles were purchased, thus the equipment costs declined as well. Also, the decrease in fuel prices contributed \$0.3 million to the operating expense decrease.

The approximate \$0.7 million increase in the PIKEPASS Division's operating expenses related to the increased costs associated with the implementation of new violation processing procedures.

During 2009, the Information Technology (IT) Division expenses decreased approximately \$1.1 million or 21.8%. A \$0.7 million savings was achieved by moving projects from the General Technology Consultant (GTC) to other firms, the completion of projects by GTC and the delay of other projects. A savings of \$0.2 million was achieved by postponing new hardware purchases. Also, represented in the total expenses for the prior year are costs associated with OTA upgrading its software environment to Microsoft Office 2007 and corresponding training associated with the new software.

Operating expenses for the Finance and Revenue Division experienced an approximate \$0.4 million increase between 2007 and 2008 and again in 2009. In 2008, the increase was the result of legal costs, rating agency fees and financial advisor costs associated with the restructuring of the Series 2006B-F Bonds as the result of OTA's termination of the XL Capital Assurance financial guaranty insurance policy. In 2009, the increase primarily was the result of the Traffic Engineer contract and toll rate study. The response to the study by the Authority was a toll increase averaging 16% for both passenger and commercial traffic.

Table A-4: Capital Assets (net of depreciation, in millions of dollars)

	2009	2008	2007	Percentage Change 2009-2008
Roads and bridges	\$ 498.7	\$ 526.4	\$ 543.8	(5.3%)
Construction work in progress	7.8	70.3	82.2	(88.9%)
Improvements	338.3	281.2	245.4	20.3%
Land	162.7	162.7	162.6	-
Buildings	54.1	51.6	53.6	4.8%
Equipment	29.4	30.7	34.6	(4.2%)
Capitalized interest	52.6	55.4	58.2	(5.1%)
Total net capital assets	\$ 1,143.6	\$ 1,178.3	\$ 1,180.4	(2.9%)

CAPITAL ASSET AND DEBT ADMINISTRATION

Capital Assets

The OTA had invested approximately \$2,367.7 million and \$2,331.6 million in capital assets, including roads, bridges, buildings, land and equipment as of December 31, 2009 and 2008, respectively. In 2009, accumulated depreciation and amortization on capital assets increased 6.1%, as compared to 2008, to a total of \$1,224.1 million. The increase in completed projects was offset by the 88.9% decrease in construction work in progress (CWIP) and current year depreciation for a net 2.9% decrease in capital assets, (see Table A-4, page 18). At December 31, 2008, net capital assets (including additions and disposals, net of depreciation) totaled approximately \$1,178.3 million, remaining relatively flat when compared to net capital assets of \$1,180.4 on December 31, 2007.

The majority of the projects completed the last several years have been road and bridge rehabilitation projects. Therefore the decline in roads and bridges relates to depreciation expense. Road and bridge rehabilitation projects are classified as Improvements. As previously noted, these projects are funded through monies available in the Reserve Maintenance Fund for this purpose, as well as General Fund projects identified through the Capital Plan. Pavement rehabilitation of twenty-two miles was completed on the Will Rogers Turnpike, as well as, two bridge rehabilitation projects. Nine miles of Portland Cement Concrete rehabilitation was done on the Cimarron Turnpike. Pavement rehabilitation also took place at the Stillwater Spur on the Cimarron Turnpike, as well as the completion of a signing project. Concessionary improvements were finished at the Lone Chimney location on the Cimarron Turnpike. The Turner Turnpike had two bridge rehabilitation projects completed, and thirty-four miles of pavement rehabilitation. The two bridge rehabilitation projects were done as joint projects with ODOT as part of an ongoing five-bridge agreement. Thirty-seven miles of shoulder rehabilitation took place on the Indian Nation Turnpike. Three bridge rehabilitation projects took place on the H. E. Bailey Turnpike. On the Cherokee Turnpike, thirty-four miles of dowel bar retrofit was completed. A signing project was completed on the Muskogee Turnpike, as well as, eight miles of pavement rehabilitation. Depreciation expense in the amount of \$32.2 million was recognized in the Improvements category. CWIP has decreased from \$82.2 million in 2007 to \$70.3 million and \$7.8 million in 2008 and 2009, respectively. The completion of several large projects in 2009 and the postponement of new

construction contributed to the \$62.5 million or 88.9% decrease in CWIP when compared to 2008.

The Buildings asset category increased \$2.5 million in 2009 compared to the \$2.0 million decrease in 2008 over 2007. The increase in 2009 represented the capitalization of two joint maintenance and OHP facilities, one located on the H.E. Bailey Turnpike near Chickasha and the other located on the Indian Nation Turnpike near McAlester. A third facility on the Will Rogers Turnpike near Vinita houses an OHP Law Enforcement Office and was also completed in 2009.

A decrease of 4.2% was seen in the Equipment asset category. The net of equipment additions and disposals along with the \$11.8 million in depreciation expense being recognized in 2009 led to the \$1.3 million decrease. Equipment purchases and disposals were made by several divisions to assist with the necessary electronic upgrades to and for the System. Included with these purchases is the upgrade to multi-protocol readers, which can read the current *PIKEPASS* tags and the available sticker tag technology. For additional information regarding the OTA's capital assets, please see the disclosures in the notes to the financial statements on pages 25, 26 and 32 of the Financial Section of this report.

The 2010 portion of the OTA's five-year Capital Plan calls for spending approximately \$57.1 million for capital projects. Approximately 72.4% of this funding is allocated to road and bridge rehabilitation projects, interchange improvements, and concession redevelopment. Approximately 27.6% is allocated to various other capital projects including maintenance equipment, *PIKEPASS* transponders and refurbishment, violation enforcement upgrades, toll collection equipment and upgrades and the annual replacement of OHP vehicles and equipment. The 2010 portion of the five-year Capital Plan will be funded by a combination of resources on hand and 2010 toll revenues.

Debt Administration

Turnpike bond sales must be approved by the Council of Bond Oversight and must comply with rules and regulations of the United States Treasury Department and the United States Securities and Exchange Commission. The OTA's noncurrent debt includes revenue bonds payable, a payable to the ODOT and the Compass Loan. At December 31, 2009, the OTA had approximately \$1,079.6 million in revenue bonds outstanding. The payable to the ODOT at December 31, 2009 was approximately \$51.2 million. At December 31, 2009, the

fixed rate revenue bonds outstanding total \$548.8 million of the revenue bonds outstanding and are insured and rated Aaa by Moody's Investors Service (Moody's), and AAA by both Fitch Ratings (Fitch) and Standard and Poor's Rating Service (S&P) with a positive rating outlook. The variable rate Series 2006 B-F Bonds total \$530.8 million and are rated Aa3/AA-/AA-.

The OTA's Series 2006B-F variable rate bonds were originally issued in five separate series with a financial guaranty insurance policy by XL Capital Assurance (XL) and a standby bond purchase agreement. In the first quarter of 2008, the financial strength rating of XL was downgraded by Moody's, S&P, and Fitch. Although the Authority's long-term credit rating remained unchanged, as a result of the downgrades of XL, the short-term credit rating of the Series 2006B-F Bonds was affected, and these bonds were no longer compliant with SEC Rule 2(a)(7). Consequently, the Series 2006B-F Bonds became ineligible for purchase by tax-exempt money market funds, and the interest rate borne by these bonds was negatively impacted. In March of 2008, the OTA, with the consent of XL, terminated the insurance policy issued in support of the Series 2006B-F Bonds. Pursuant to a bulletin issued by the U.S. Treasury Department, this termination did not constitute a reissuance of the Series 2006B-F Bonds. At the close of the third quarter in 2008, Fortis Bank S.A./N.V., one of the standby banks for the Series 2006B-F Bonds, was downgraded. Again, the marketability of the Series 2006 B-F Bonds was negatively impacted by this downgrade. To offset the impact of this downgrade, the OTA reassigned the Series 2006F Bonds to one of the other remarketing agents. Additionally, the Series 2006E and F Bonds were converted to a daily interest rate reset mode in December 2008, and the Series 2006B Bonds were converted to a daily rate in February 2009.

To effectively convert the OTA's variable rate exposure to fixed rate in conjunction with these variable rate bonds, the Authority entered into five synthetic fixed rate bond swap agreements. The resulting synthetic fixed rate is 3.859% for all of the five series of variable rate bonds. Under the original terms of the swap agreements, the OTA paid a fixed rate of 3.859% monthly to each swap provider in exchange for a monthly payment from the swap providers at a rate equal to the Securities Industry and Financial Markets Association (SIFMA) index with a weekly reset. At January 1, 2009, the escrow period of the refunded bonds was terminated and beginning February 1, 2009, the Authority began receiving a monthly payment from the swap providers at a rate equal to 68% of the one-month London Interbank Offering Rate (LIBOR), which also resets weekly. This provision remains in effect until the maturity of the bonds at January 1, 2028.

The fair market value of these swap agreements fluctuate daily based on market conditions. The Authority's financial advisor has calculated the fair value of the Authority's swap agreements based upon the expected forward rates for BMA through January 1, 2009, and the 68% of LIBOR for the 19 years thereafter with discounted cash flows. On a current mark-to-market basis, using a termination date of December 31, 2009, the net present value of the five swap agreements attributable to the five series of variable rate bonds would have required the Authority to make an estimated combined termination payment, in the event that all the swaps were terminated, of approximately \$60.8 million.

In December 2009, the OTA entered into a \$35.0 million loan agreement with BBVA Compass Bank in order to cash fund a portion of the revenue bond reserve requirement related to the second senior bonds. The OTA has surety bonds from Financial Guaranty Insurance Company (FGIC) but when the insurance company was downgraded by rating agencies, an additional solution was necessary. In conjunction with the terms of the loan agreement, the proceeds from this transaction were invested in a certificate of deposit with BBVA Compass Bank which is guaranteed by the Federal Home Loan Bank in the form of a letter of credit. The effective interest rate for this transaction is 1.4%. Additionally, a transfer of \$7.5 million was made from the General Fund (unrestricted cash) to the Debt Service Fund to cash fund a portion of the revenue bond reserve requirement related to the second senior bonds. For more detailed information on the OTA's long-term debt activity, please refer to the disclosures in the notes to the financial statements on pages 33-37 of the Financial Section of this report.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGET

Commercial toll transactions on the Turnpike reflect Ben Bernanke's, Federal Reserve Chairman, semiannual Monetary Policy Report to Congress on February 24, 2010, that the economy expanded at about 4% during the second half of 2009. Commercial toll transactions improved from being down 10.3% the first half of the year to 7.4% the second half of the year when compared to 2008 commercial toll transactions. With the combined efforts of the Federal Reserve, Treasury Department and stimulus package, financial conditions have stabilized and are slowly improving. Concern is warranted though in regards to the unemployment rate reaching 10% in December of 2009 compared to 7.4% in December 2008, as reported by the Bureau of Labor Statistics. In January 2010, the unemployment rate has dropped to 9.7%. With the high unemployment rate and the soft housing market, household credit remains tight. Projections for economic growth range from 3% to 3.5% in 2010. Unemployment is to slowly decline to around 6.5% to 7.5% by the end of 2012, above the desired rate of 5%. And, inflation is projected to be around 1% to 2% in 2010 through 2012. With these economic conditions in mind, OTA's 2010 Annual Budget, adopted by the Authority in December, 2009, includes approximately \$67.2 million for the Operating and Maintenance budget, \$31.0 million for the Reserve Maintenance Fund budget and \$26.1 million for the General Fund budget. Decreasing the Operating and Maintenance budget by \$.5 million from 2009 levels for 2010 reflects the OTA's responsiveness to current economic conditions. The amounts budgeted within the Reserve Maintenance and General Fund budgets finance the maintenance, rehabilitation and improvements included in the 2010 portion of the OTA's five-year Capital Plan.

CONTACTING THE OTA'S FINANCIAL MANAGEMENT

This financial report is designed to provide our bondholders, patrons and other interested parties with a general overview of the OTA's finances and to demonstrate the OTA's accountability for the money it receives. Questions about this report or requests for additional financial information should be addressed to the Oklahoma Turnpike Authority's Controller Division, P. O. Box 11357, Oklahoma City, OK 73136-0357.

Statements of Net Assets, Years Ended December 31, 2009 and 2008

Assets:	<u>2009</u>	<u>2008</u>
Current assets:		
Cash and cash equivalents-unrestricted (note 3)	\$ 52,166,126	\$ 24,937,503
Investments-unrestricted (note 3)	50,325,811	94,695,991
Cash and cash equivalents-restricted (note 3)	70,880,277	67,339,321
Investments-restricted (note 3)	28,517,822	16,520,713
Accounts receivable (note 11)	3,355,953	3,096,418
Accrued interest receivable-unrestricted	566,731	1,138,820
Accrued interest receivable-restricted	2,027,766	543,660
Materials inventory	2,118,884	1,840,800
Prepaid expenses	261,176	160,103
Total current assets	<u>210,220,546</u>	<u>210,273,329</u>
Noncurrent assets:		
Cash and cash equivalents-restricted (note 3)	48,482,988	5,275,558
Investments-restricted (note 3)	88,117,050	88,406,845
Total noncurrent cash, cash equivalents and investments	136,600,038	93,682,403
Capital assets: (note 4)		
Depreciable, net	973,118,709	945,271,404
Land	162,706,147	162,665,319
Construction work in progress	7,777,002	70,359,091
Net capital assets	1,143,601,858	1,178,295,814
Revenue bond issuance costs (net of accumulated amortization of \$2,814,897 and \$2,365,299 in 2009 and 2008, respectively)	4,836,411	5,286,009
Total noncurrent assets	<u>1,285,038,307</u>	<u>1,277,264,226</u>
Total assets	<u>1,495,258,853</u>	<u>1,487,537,555</u>
Liabilities:		
Current liabilities:		
Accounts payable and accrued expenses (note 11)	12,854,460	10,479,553
Payable from restricted assets:		
Accounts payable and accrued expenses payable (note 11)	312,880	1,492,434
Accrued interest payable	17,047,983	16,641,018
Deferred revenue	22,104,998	21,226,499
Arbitrage rebate payable to U.S. Treasury	1,762,813	1,097,609
Current portion of long-term debt (note 7)	80,094,991	42,320,000
Total current liabilities	134,178,125	93,257,113
Noncurrent liabilities:		
Accounts payable and accrued expenses (note 11)	1,546,254	1,490,855
Long-term debt, including unamortized net premiums of \$10,284,679 and \$11,151,118 in 2009 and 2008, respectively, and net of unamortized net deferred debit on refundings of \$37,753,267 and \$40,361,789 in 2009 and 2008, respectively (Note 7)	1,007,056,421	1,050,409,329
Payable to Department of Transportation (note 10)	51,213,907	49,969,203
Total noncurrent liabilities	<u>1,059,816,582</u>	<u>1,101,869,387</u>
Total liabilities	<u>1,193,994,707</u>	<u>1,195,126,500</u>
Net assets:		
Invested in capital assets, net of related debt	83,236,988	78,343,235
Restricted for debt service	103,547,137	93,359,822
Restricted for reserve maintenance	18,457,506	5,581,559
Unrestricted	96,022,515	115,126,439
Commitments and contingencies (notes 12 and 13)	-	-
Total net assets	<u>\$ 301,264,146</u>	<u>\$ 292,411,055</u>

See accompanying notes to financial statements

Statements of Revenues, Expenses and Changes in Net Assets, Years Ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Operating revenues:		
Tolls	\$ 204,758,339	\$ 196,162,510
Concessions	1,321,516	1,358,489
Total operating revenues	206,079,855	197,520,999
Operating expenses:		
Toll Operations	18,262,993	17,514,539
Turnpike Maintenance	17,557,158	20,202,846
Engineering	3,667,385	5,189,986
Highway Patrol	12,153,431	13,187,238
PIKEPASS Customer Service	9,546,889	8,896,989
General Administration	2,134,361	2,101,002
Information Technology	4,064,720	5,198,406
Controller	821,160	740,292
Finance and Revenue	1,268,895	868,791
Executive	1,438,249	1,419,424
Authority	-	-
Total operating expenses before depreciation and amortization	<u>70,915,241</u>	<u>75,319,513</u>
Operating income before depreciation and amortization	135,164,614	122,201,486
Depreciation and amortization (note 4)	<u>(77,718,902)</u>	<u>(75,677,335)</u>
Operating income	<u>57,445,712</u>	<u>46,524,151</u>
Non-operating revenues (expenses):		
Interest earned on investments	6,126,044	8,351,301
Net decrease in fair value of investments	(2,436,163)	(1,042,801)
Interest expense on revenue bonds outstanding	(57,234,837)	(55,363,325)
Other revenues	<u>4,952,335</u>	<u>3,130,866</u>
Net non-operating expenses	<u>(48,592,621)</u>	<u>(44,923,959)</u>
Change in net assets	8,853,091	1,600,192
Total net assets, beginning of the year	<u>292,411,055</u>	<u>290,810,863</u>
Total net assets, end of the year	<u>\$ 301,264,146</u>	<u>\$ 292,411,055</u>

See accompanying notes to financial statements

Statements of Cash Flows, Years Ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Cash flows from operating activities:		
Receipts from patrons	\$ 206,430,761	\$ 198,206,719
Receipts from concessionaires	1,383,171	1,334,883
Receipts from other sources	2,994,495	1,993,667
Payments to service providers	(40,055,451)	(45,082,292)
Payments to employees	(31,283,658)	(30,246,064)
	<u>139,469,318</u>	<u>126,206,913</u>
Cash flows from noncapital financing activities:		
Proceeds from motor fuel tax apportionment transfers	41,217,477	41,649,346
Payments to the Department of Transportation (ODOT)	(41,217,477)	(41,649,346)
Interest earned and recorded as payable to ODOT	1,244,704	1,610,078
	<u>1,244,704</u>	<u>1,610,078</u>
Cash flows from capital and related financing activities:		
Receipt of proceeds from issuance of long-term debt	35,000,000	-
Payment of bond issuance costs	-	(1,506)
Acquisition and construction of capital assets	(40,737,157)	(76,491,736)
Principal payment to retire revenue bonds	(42,320,000)	(38,780,000)
Interest paid on revenue bonds outstanding	(55,085,789)	(54,240,343)
	<u>(103,142,946)</u>	<u>(169,513,585)</u>
Cash flows from investing activities:		
Purchase of investments	(171,512,567)	(193,780,203)
Proceeds from sales and maturities of investments	202,039,269	228,472,661
Interest received	5,214,027	8,335,096
Increase in arbitrage funds payable to U. S. Treasury	665,204	634,346
	<u>36,405,933</u>	<u>43,661,900</u>
Net cash flows provided by investing activities	<u>36,405,933</u>	<u>43,661,900</u>
Net increase in cash and cash equivalents	73,977,009	1,965,306
Cash and cash equivalents, January 1 (including \$72,614,879 and \$66,979,692 for 2009 and 2008, respectively, reported in restricted assets)	<u>97,552,382</u>	<u>95,587,076</u>
Cash and cash equivalents, December 31 (including \$119,363,265 and \$72,614,879 for 2009 and 2008, respectively, reported in restricted assets)	<u>\$ 171,529,391</u>	<u>\$ 97,552,382</u>

See accompanying notes to financial statements

(Continued)

Statements of Cash Flows, Years Ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Reconciliation of operating income to net cash provided by operating activities:		
Operating income	\$ 57,445,712	\$ 46,524,151
Adjustments to reconcile operating income to net cash provided by operating activities:		
Utilization of toll credits	(38,789)	(637,623)
Depreciation and amortization	77,718,902	75,677,335
Other non-operating revenue	4,952,335	3,130,866
Changes in assets and liabilities:		
(Increase) in accounts receivable	(1,178,034)	(158,743)
(Increase) decrease in prepaid expense	(101,073)	21,712
(Increase) in materials inventory	(278,084)	(378,140)
Increase in accounts payable and accrued expenses	31,061	396,037
Increase in deferred revenue	917,288	1,631,318
Total adjustments	<u>82,023,606</u>	<u>79,682,762</u>
Net cash flows provided by operating activities	<u>\$ 139,469,318</u>	<u>\$ 126,206,913</u>
Noncash investing, capital, and financing items:		
Unrealized loss on investments	(2,518,358)	(760,967)

See accompanying notes to financial statements

Notes to Financial Statements, Years Ended December 31, 2009 and 2008**Note 1. Nature of the Organization and Summary of Significant Accounting Policies**

The financial statements of the Oklahoma Turnpike Authority (the Authority), have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP) as applied to government units. The Governmental Accounting Standards Board (GASB) is the accepted standard-setting body for establishing governmental accounting and financial reporting principles. The Authority applies Financial Accounting Standards Board pronouncements and Accounting Principles Board opinions issued on or before November 30, 1989, unless those pronouncements conflict with or contradict GASB pronouncements, in which case, GASB prevails, and all of the GASB pronouncements issued subsequently. The more significant of the Authority's accounting policies are described below:

A. Reporting Entity

The Oklahoma Turnpike Authority is an instrumentality of the State of Oklahoma (the State) and a body corporate and politic created by statute in 1947. The Authority is authorized to construct, maintain, repair, and operate turnpike projects at locations authorized by the Legislature of the State of Oklahoma and approved by the State Department of Transportation. The Authority receives its revenues from turnpike tolls and a percentage of the turnpike concession sales. The Authority may issue Turnpike Revenue Bonds for the purpose of paying the costs of turnpike projects and Turnpike Revenue Refunding Bonds for the purpose of refunding any bonds of the Authority then outstanding. Turnpike Revenue Bonds are payable solely from the tolls and other revenues of the Authority and do not constitute indebtedness of the State.

The Authority is a component unit of the State and is combined with other similar funds to comprise the Enterprise Funds of the State. The Authority's governing body consists of the Governor (ex-officio) and six members who are appointed by the Governor, by and with the consent of the State Senate. The Governor may remove any member of the Authority, at any time, with or without cause. The members are appointed to represent defined geographical districts and to serve without pay for terms of eight years. The Authority has full control over all operations, but must comply with certain bond indentures and Trust Agreements. The Authority employs a Director and Deputy Director to manage the day-to-day operations.

In evaluating how to define the Authority, for financial reporting purposes, management has determined that there are no entities over which the Authority exercises significant influence. Significant influence or accountability is based primarily on operational or financial relationships with the Authority. Since the Authority does not exercise significant influence or accountability over other entities, it has no component units.

B. Basis of Accounting

The operations of the Authority are accounted for as an enterprise fund on an accrual basis in order to recognize the flow of economic resources. Under this basis, revenues are recognized in the period in which they are earned, expenses are recognized in the period in which they are incurred, depreciation of assets is recognized, and all assets and liabilities associated with the operation of the Authority are included in the Statements of Net Assets. The principal revenues of the Authority are toll revenues received from patrons. Deposits of prepayments from PIKEPASS patrons are recorded as deferred revenue on the Statements of Net Assets and are recognized as toll revenue when earned. The Authority also recognizes as operating revenue the rental fees received from concessionaires from operating leases on concession property. Operating expenses for the Authority include the costs of operating the turnpikes, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

The prevailing Trust Agreement dated February 1, 1989 and all supplements thereto (the Trust Agreement) require that the Authority adopt generally accepted accounting principles for government entities, but it also requires that certain funds and accounts be established and maintained. The Authority consolidates these funds and accounts for the purpose of enterprise fund presentation in its external financial statements.

C. Budget

Operating budgets are adopted on a modified accrual (non-GAAP) basis for Revenue Fund expenses, Reserve Maintenance Fund deposits and General Fund project expenses. Project-length financial plans are established for all Reserve Maintenance and General Fund projects and for all new construction projects. All non-project related, unexpended budget amounts lapse at calendar year end. Expenses are recognized in the period in which they are paid rather than the period in which they are incurred for budgetary control purposes. Depreciation is not recognized as an expense, but capital outlays are recognized as expenses for budgetary control purposes. These expenses are reclassified for the purpose of preparing financial reports in accordance with GAAP. See additional information regarding legal compliance for budgets in Note 2.

D. Cash, Cash Equivalents and Investments

Cash includes amounts in demand deposits. Cash equivalents include all highly liquid deposits with an original maturity of three months or less when purchased. These deposits are fully collateralized or covered by federal deposit insurance. The carrying amount of the investments is fair value. The net change in fair value of investments is recorded on the Statements of Revenues, Expenses and Changes in

Net Assets and includes the unrealized and realized gains and losses on investments.

E. Materials Inventory

Inventories of turnpike maintenance materials and supplies are valued at the lower of cost or market using the average cost method. These inventories are charged to expense during the period in which the maintenance or repair occurs.

F. Restricted Assets

Certain proceeds of the Turnpike Revenue Bonds are restricted by applicable bond covenants for construction or set aside as reserves to ensure repayment of the bonds. Certain assets advanced to the Authority monthly from motor fuel excise taxes are restricted in accordance with the Trust Agreement for the purpose of paying debt interest and principal if other available sources are not sufficient (see Note 10). Also, certain other assets are accumulated and restricted on a monthly basis in accordance with the Trust Agreement for the purpose of paying debt interest and principal payments that are due on a semi-annual and annual basis, respectively, and for the purpose of maintaining the reserve funds at the required levels. Payments from these restricted accounts are strictly governed by the Trust Agreement and are only made in compliance with the Trust Agreement. Limited types of expenses may be funded from these restricted accounts. Those types of expenses which do not meet these standards are funded from unrestricted accounts. The funds and accounts are established as follows:

- The "Senior Bond Interest and Sinking Accounts" are established as sinking funds for the payment of interest and principal of the senior lien revenue bonds.
- The "Subordinate Bond Interest and Sinking Accounts" are established as sinking funds for the payment of interest and principal of the subordinate lien revenue bonds.
- The "Senior Bond Reserve Accounts" are established for the purpose of paying interest and maturing principal in the event that monies held in the "Senior Bond Interest and Sinking Accounts" and "Turnpike Trust Fund," and monies available in the "General Fund" and "Reserve Maintenance Fund" are insufficient for such purpose.
- The "Subordinate Bond Reserve Account" is established for the purpose of paying interest and maturing principal in the event that monies held in the "Subordinate Bond Interest and Sinking Accounts" and "Turnpike Trust Fund," and monies available in the "General Fund" and "Reserve Maintenance Fund" are insufficient for such purpose.
- The "Turnpike Trust Fund" is established for the purpose of depositing and segregating the apportionments of motor fuel excise taxes by the Oklahoma Tax Commission derived from the sale of fuels on all Authority turnpikes

and can be used only to compensate for any deficiency in the monies otherwise available for the payment of bond interest and principal (see Note 10).

- The "Reserve Maintenance Fund" is established for the purpose of applying and holding monies in reserve to pay the cost of resurfacing, extraordinary maintenance or repairs, engineering expenses, insurance premiums or self-insurance reserves and interest and maturing principal if monies in the "Senior Bond Interest and Sinking Accounts" and "Subordinate Bond Interest and Sinking Accounts" are insufficient for such purposes.
- The "Construction Funds" are established for the purpose of holding bond proceeds and other financing sources to be used to pay the costs of turnpike construction or improvements.

The Authority has also established the following additional funds by policy for the purpose of restricting monies for which the Authority is liable to others:

- The "Arbitrage Rebate and Interest Fund" is established for the purpose of holding and paying arbitrage investment earnings to the U.S. Treasury as a result of investing tax exempt bond proceeds at rates of return exceeding the maximum amount that is permitted under the applicable tax code.
- The "PIKEPASS Prepayment Fund" is established for the purpose of receiving and holding prepayments received from turnpike patrons using the electronic vehicle identification method of paying tolls.

G. Compensated Absences

Vested or accumulated vacation leave is recorded as an expense and a liability as the benefits accrue to employees. The portion that is estimated to be due within one year is included with the current liabilities. There are no accumulating sick leave benefits that vest for which any liability must be recognized.

H. Capital Assets

All capital assets are stated at cost. Capital assets are defined as assets with initial, individual costs exceeding \$5,000 to \$20,000 depending on asset category. Depreciation is computed on the straight-line method over the following estimated useful lives:

Roads and bridges	30 years
Improvements	5-30 years
Buildings	5-30 years
Equipment	3-7 years
Capitalized interest	30 years

A full month's depreciation is taken in the month an asset is placed in service. When property and equipment are disposed, depreciation is removed from the respective accounts, and the resulting gain or loss, if any, is recorded in operations. Interest costs incurred on revenue bonds

used to finance the construction or acquisition of assets are capitalized. The amount of interest capitalized is calculated by offsetting interest expense incurred from the date of the borrowing until completion of the project with interest earned on invested proceeds over the same period. There was no interest capitalized in 2009 or 2008. Amortization of capitalized interest is included in depreciation expense.

I. Net Bond Premiums and Bond Issuance Costs

Net bond premiums are presented as additions to the face amount of bonds payable on the Statements of Net Assets. Bond issuance costs are presented as a deferred asset on the Statements of Net Assets. The net premiums and issuance costs are amortized over the life of the bonds on a method that approximates the effective interest method. Amortization expense related to net bond premiums was approximately \$866,000 and \$830,000 for 2009 and 2008, respectively, and is included as a component of interest expense on revenue bonds outstanding on the Statements of Revenues, Expenses and Changes in Net Assets. Depreciation and amortization expense includes amortization of bond issuance costs for 2009 and 2008 of approximately \$450,000 and \$1,801,000, respectively.

J. Arbitrage Rebate Payable

The Tax Reform Act of 1986 imposed additional restrictive regulations, reporting requirements and arbitrage rebate liability on issuers of tax-exempt debt. This Act requires the remittance to the Internal Revenue Service (IRS) of 90% of the cumulative rebatable arbitrage within 60 days of the end of each five-year reporting period following the issuance of governmental bonds. The Authority's policy is to record the estimated amount owed annually as a liability. The Authority's cumulative arbitrage rebate liability at December 31, 2009 and 2008 was approximately \$1,763,000 and \$1,098,000, respectively.

K. Income Taxes

The Authority is an instrumentality of the State of Oklahoma. As such, income earned in the exercise of its essential government functions is exempt from state or federal income taxes.

L. Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Note 2. Legal Compliance-Budgets

On or before October 10 each year the Authority is required to prepare a preliminary budget of current expenses, monthly deposits to the Reserve Maintenance Fund, and the purposes

for which the monies held in the Reserve Maintenance Fund will be expended for the ensuing year. Copies of the preliminary budget must be filed with the bond Trustee and each depository, and mailed to the consulting engineers, traffic engineers and all bondholders who have filed their names and addresses with the Secretary and Treasurer of the Authority. If the Trustee or the owners of 5% in aggregate principal amount of outstanding bonds request the Authority in writing on or before November 1 in such a year, the Authority shall hold a public hearing on or before November 20. The Authority is required by the Trust Agreement to adopt a final budget on or before December 1 of each year. The budget is prepared by division at the object detail level, and includes information regarding the preceding year. Project-length financial plans are established for all new construction projects.

The Authority may not expend any amount or incur any obligations for maintenance, repairs and operations in excess of the total amount of the budgeted expenses in the Revenue Fund unless the funding source is other than revenues received from the Turnpike System. The Authority may expend additional monies from the Reserve Maintenance Fund in excess of the budget of monthly deposits. The Director and Deputy Director are authorized to approve all line item and inter-division budget transfers. Budget amendments must be approved by the governing body in a manner similar to the adoption of the annual budget. There were no occurrences of budget noncompliance in 2009 or 2008.

Note 3. Deposits and Investments

Deposits. At December 31, 2009 and 2008, the carrying amounts of the Authority's cash deposits were \$3,282,010 and \$1,701,424, respectively. The bank balances were \$2,167,398 and \$1,208,739, respectively. At December 31, 2009 and 2008, the carrying amount and bank balances of the Authority's cash equivalents were \$168,247,381 and \$95,850,958, respectively. Under the terms of the Trust Agreement, all monies deposited with the Trustee in excess of the amount insured by the Federal Deposit Insurance Corporation shall be continuously secured with collateralized securities held by the Authority's agent in the Authority's name. The Authority has complied with the terms of the Trust Agreement in 2009 and 2008.

Investments. The fair values of the Authority's investments at December 31, 2009 and 2008 were \$166,960,683 and \$199,623,549, respectively.

Credit Risk. The Trust Agreement establishes the investment policy for the Authority. Under the terms of the Trust Agreement, the Authority can invest in (a) government obligations, federally issued or guaranteed bonds, debentures or notes; (b) defeased municipal obligations; (c) repurchase agreements meeting certain conditions defined in the Authority's Trust Agreement; (d) certificates of deposit and time deposits in, or interests in money market portfolios meeting certain conditions defined in the Authority's Trust Agreement; (e) commercial paper; (f) obligations and full faith and credit obligations of state or local government issuers; (g) shares of stock in a corporation that is a regulated investment company and invests all of its assets in government

obligations; and/or (h) any unsecured or secured agreement with the Federal National Mortgage Association (FNMA) or any bank, trust company or national banking association or a corporation meeting certain conditions defined in the Authority's Trust Agreement. The Authority's 2009 and 2008 investments in Federal Home Loan Bank (FHLB) debt securities were rated Aaa by Moody's Investor Services (Moody's) and AAA by Standard & Poor's (S & P). The Authority's 2009 investments in Federal Home Loan Mortgage Corporation (FHLMC) and FNMA debt securities were rated by Moody's and S & P as Aaa and AAA, respectively. The Authority's 2009 investment in FHLMC was rated by Fitch as AAA. All the Authority's investments in U.S. debt instruments are issued or explicitly guaranteed by the U. S. Government.

The Authority also has an investment policy for funds not pledged as security under the Trust Agreement. Under this policy, these funds can be invested in equity securities, fixed income securities and cash equivalents. The portfolio must be invested with a minimum investment in equity securities of 30% and a maximum of 50% and a minimum investment in fixed income securities of 50% and a maximum of 70%. For equity securities, the ownership of stock of any one issuer is limited to no more than 10% or the percentage of its weighting in the S & P 500 Index, whichever is higher, of the total equity assets of the portfolio. No securities of common stock in non-public corporations, short sales, letter or restricted stock and buying and selling on margin may be purchased. Fixed Income securities with a single issuer, with the exception of the U.S. government and its fully guaranteed agencies, must not exceed 10% of the portfolio's market value; total exposure to any one industry shall not exceed 30% of the portfolio's market value. Corporate debt issues must meet or exceed an A credit rating from Moody's and S & P. No fixed income securities of convertible bonds, denominated foreign debt, private placements, fixed income and interest rate futures and other specialized investments may be purchased.

The Authority has complied with the terms of the Trust Agreement and its investment policy in 2009 and 2008.

Interest Rate Risk. The Trust Agreement also specifically defines the maturity periods for each of the Authority's funds and accounts (see Note 1(F)). These maturity limits range from 6 months to 7 years. For funds not pledged as security under the Trust Agreement, the average maturity of fixed income securities should not exceed 10 years. The Authority has no other policies limiting investment maturities. The Authority has complied with the terms of the Trust Agreement and its investment policy in 2009 and 2008.

Concentration of Credit Risk. There is no limit on the amount the Authority may invest in any one issuer. The Authority's investments in FHLB debt securities were 16.3% and 25.4% of total investments at December 31, 2009 and 2008, respectively. The Authority also has a significant investment in a JPMorgan Chase Bank (JPMorgan) Repurchase Agreement, representing 30.6% and 25.5% of total investments at December 31, 2009 and 2008, respectively. This Repurchase Agreement bears a yield equal to the rate of 5.991%. If the rating of unsecured senior long-term debt obligations of JPMorgan falls below A by Moody's or S&P, then the Repurchase Agreement can be collateralized with additional securities, transferred with the consent of the Trustee to another entity with long-term senior unsecured debt rated at

A or better by Moody's and S&P, or terminated if neither of the above conditions are met. Certain JPMorgan unsecured senior long-term debt is rated Aa1 by Moody's and AA- by S&P and Fitch. Wells Fargo Bank Minnesota, N.A., correspondent custodian, holds the collateral for this agreement directly for the benefit of the customers of the custodian, Bank of Oklahoma N.A. The transaction matures every 30 days and is automatically renewed until January 1, 2022. The terms of this Repurchase Agreement are governed by the Master Repurchase Agreement between JPMorgan and Bank of Oklahoma, N.A., Trustee, as supplemented by the letter agreement dated May 23, 2002.

The Authority's investments at December 31, 2009 and 2008 include the following for each year, respectively: U.S. Treasuries \$77,910,980 and \$92,575,666; FHLB debt securities \$27,270,987 and \$50,774,495; an open-end mutual fund \$3,609,358 and \$2,921,193; closed-end equity funds of \$2,990,503 and \$2,388,445; a repurchase agreement of \$50,936,450, and an investment in a State and Local Government Security of \$27,300 in each year. In 2009, the Authority's investments also included FHLMC debt securities of \$2,186,120; FNMA debt securities of \$690,985 and \$1,338,000 of Certificates of Deposits (CD) with several financial institutions. See individual investment details as of December 31, 2009 and 2008 in the following schedules of Cash, Cash Equivalents and Investments.

Schedule of Cash, Cash Equivalents and Investments as of December 31, 2009

	Applicable Interest Rate	Purchase Date	Maturity Date	Original Cost	Fair Value
Unrestricted:					
General Fund:					
Cavanal Hill U.S. Treasury	0.010 %	12/31/09	Demand	\$ 2,178,029	\$ 2,178,029
Invesco AIM TST Prem-Inst	0.050	12/31/09	Demand	3,142,000	3,142,000
Invesco AIM Govt & Agency	0.020	12/31/09	Demand	31,596,438	31,596,438
FHLB	5.020	05/03/07	05/03/12	2,565,000	2,604,270
FHLB	5.050	05/07/07	05/07/12	2,435,000	2,473,814
FHLB	5.125	05/25/07	05/25/12	5,000,000	5,092,200
FHLB	1.125	12/24/09	12/24/12	1,000,000	997,035
FHLB	2.000	08/12/09	08/12/14	1,000,000	1,002,035
FHLB	4.700	05/14/08	05/14/15	500,000	507,030
FHLB	5.200	08/20/08	08/20/15	3,000,000	3,078,285
FHLB	3.000	08/26/09	08/26/16	600,000	600,000
FHLB	4.500	08/06/09	08/06/19	1,000,000	999,530
FHLB	4.150	12/17/09	12/17/19	500,000	479,063
FHLMC	3.000	7/29/09	7/29/16	1,000,000	995,625
U. S. Treasury Notes	2.125	02/12/09	01/31/10	5,071,875	5,008,800
U. S. Treasury Notes	4.750	Various	02/15/10	12,033,788	12,066,539
U. S. Treasury Notes	2.000	2/12/09	09/30/10	5,103,711	5,060,950
U. S. Treasury Notes	5.000	06/11/07	02/15/11	2,999,297	3,144,960
U. S. Treasury Notes	4.125	07/28/08	08/31/12	3,100,664	3,208,125
U. S. Treasury Notes	3.875	07/10/08	10/31/12	2,899,859	2,980,250
State and Local Government Security	-	11/30/90	02/21/21	27,300	27,300
				<u>86,752,961</u>	<u>87,242,278</u>
Revenue Fund:					
Invesco AIM TST Prem-Inst	0.050	12/31/09	Demand	1,078,500	1,078,500
Invesco AIM Govt & Agency	0.020	12/31/08	Demand	13,746,925	13,746,925
				<u>14,825,425</u>	<u>14,825,425</u>
Total unrestricted cash equivalents & investments				<u>101,578,386</u>	<u>102,067,703</u>
Restricted:					
Reserve Maintenance Fund:					
Invesco AIM Govt & Agency	0.020	12/31/09	Demand	6,841,948	6,841,948
FHLB	5.020	12/31/09	12/21/12	999,000	991,565
FHLB	5.050	05/03/07	12/24/12	2,000,000	1,994,070
U. S. Treasury Notes	2.125	02/12/09	01/31/10	3,043,125	3,005,280
U. S. Treasury Notes	2.000	02/12/09	09/30/10	3,062,227	3,036,570
U. S. Treasury Notes	0.875	8/18/09	3/31/11	500,449	501,075
U. S. Treasury Notes	1.125	11/25/09	1/15/12	2,012,656	1,998,750
				<u>18,459,405</u>	<u>18,369,258</u>
Revenue Reserve Account					
Invesco AIM TST Prem-Inst	0.050	Various	Demand	6,485,559	6,485,559
Compass Bank CD	0.056	12/01/09	03/01/10	35,000,000	35,000,000
FHLB	1.125	12/24/09	12/24/12	500,000	498,518
FHLB	4.150	12/17/09	12/17/19	500,000	479,062
FHLB	4.480	12/17/09	01/14/20	200,000	200,000
JP Morgan Chase Repo	5.991	5/23/02	01/01/22	50,936,450	50,936,450
				<u>93,622,009</u>	<u>93,599,589</u>
2002 A&B Bond Service Account:					
Cavanal Hill U.S. Treasury	0.010	12/31/09	Demand	34,999,895	34,999,895
				<u>34,999,895</u>	<u>34,999,895</u>
2006 Fixed Rate Debt Service Account:					
Cavanal Hill U.S. Treasury	0.010	12/31/09	Demand	22,343,151	22,343,151
				<u>22,343,151</u>	<u>22,343,151</u>
2006 Variable Rate Debt Service Account:					
Cavanal Hill U.S. Treasury	0.010	12/31/09	Demand	1,878,398	1,878,398
				<u>1,878,398</u>	<u>1,878,398</u>
2007 Bond Service Account:					
Cavanal Hill U.S. Treasury	0.010	12/31/09	Demand	1,113,736	1,113,736
				<u>1,113,736</u>	<u>1,113,736</u>

FINANCIAL SECTION
2009 CAFR
OKLAHOMA TURNPIKE AUTHORITY

	Applicable Interest Rate	Purchase Date	Maturity Date	Original Cost	Fair Value
Turnpike Trust Fund:					
Cavanal Hill U.S. Treasury	0.010 %	12/31/09	Demand	\$ 6,997,429	\$ 6,997,429
FHLB	1.125	12/31/09	12/24/12	500,000	498,518
U. S. Treasury Notes	2.125	02/12/09	01/31/10	1,014,375	1,001,760
U. S. Treasury Notes	3.500	08/13/08	02/15/10	6,127,813	6,024,840
U. S. Treasury Notes	4.750	02/16/07	02/15/10	5,509,570	5,530,498
U. S. Treasury Notes	2.875	07/17/09	06/30/10	4,092,812	4,053,599
U. S. Treasury Notes	5.000	Various	02/15/11	2,518,656	2,620,800
U. S. Treasury Notes	4.500	08/13/08	02/28/11	3,139,922	3,132,300
U. S. Treasury Notes	1.125	07/17/09	06/30/11	4,011,563	4,017,500
U. S. Treasury Notes	0.750	11/30/09	11/30/11	2,000,703	1,987,580
U. S. Treasury Notes	1.125	07/17/09	01/15/12	4,992,267	4,996,875
U. S. Treasury Notes	4.125	07/28/08	08/31/12	2,067,109	2,138,750
				<u>42,972,219</u>	<u>43,000,449</u>
Prepaid PIKEPASS Fund:					
BOK Short-Term Cash Fund I	0.120	12/31/09	Demand	845,373	845,373
FHLB	1.125	12/31/09	12/24/12	200,000	199,407
FHLB	4.700	05/14/08	05/14/15	500,000	507,030
FHLB	5.200	08/20/08	08/20/15	500,000	513,048
FHLB	3.800	05/20/09	05/20/16	250,000	248,243
FHLB	3.000	08/26/09	08/26/16	200,000	200,000
FHLB	4.500	08/06/09	08/06/19	1,000,000	999,530
FHLB	4.000	10/15/09	10/15/19	100,000	98,985
FHLB	4.150	12/17/09	12/17/19	400,000	383,250
FHLB	4.480	12/17/09	01/14/20	100,000	100,000
FHLB	4.000	09/16/09	09/16/21	500,000	486,640
FHLB	4.000	08/05/09	08/05/24	1,000,000	943,280
FHLB	4.000	10/15/09	10/15/24	100,000	96,579
FHLMC	3.000	07/29/09	07/29/16	1,000,000	995,625
FHLMC	4.000	09/30/09	09/30/19	100,000	97,846
FHLMC	4.000	12/09/09	12/15/24	100,000	97,024
FNMA	3.000	05/21/09	11/21/16	500,000	497,188
FNMA	4.000	12/10/09	12/10/24	100,000	96,625
FNMA	5.000	09/28/09	09/28/29	100,000	97,172
U. S. Treasury Notes	5.750	Various	08/15/10	518,936	516,818
U. S. Treasury Notes	4.875	02/10/06	02/15/12	1,009,248	1,076,330
U. S. Treasury Notes	4.125	07/28/08	08/31/12	775,165	802,031
Vanguard 500 Index Trust (open-end mutual fund)	-	Various	Demand	4,016,421	3,609,358
Ishares Morgan Stanley Capital International Europe Asia Far East Index (closed-end equity fund)	-	10/22/07	Demand	559,810	580,440
Ishares Russell Midcap Index (closed-end equity fund)	-	Various	Demand	193,463	144,393
Ishares Russell 2000 Index (closed-end equity fund)	-	10/22/07	Demand	181,357	187,320
Ishares S&P Midcap 4000 (closed-end equity fund)	-	Various	Demand	270,420	217,230
Ishares S&P Smallcap 600 (closed-end equity fund)	-	Various	Demand	288,310	300,960
S&P 500 Depository Receipts (closed-end equity fund)	-	04/13/09	04/10/10	1,674,804	1,560,160
Meridian Bank, TX, CD	2.000	04/13/09	04/10/10	99,000	99,000
Community First BT, TN, CD	2.100	02/11/09	02/11/10	99,000	99,000
Kansas State Bank, KS, CD	2.150	02/11/09	02/11/10	99,000	99,000
Amcore Bank, IL, CD	2.400	02/11/09	02/11/10	99,000	99,000
Desoto County Bank, MS, CD	2.200	02/11/09	02/11/10	99,000	99,000
Advanta Bank, UT, CD	2.200	02/12/09	02/12/10	99,000	99,000
Onewest Bank, CA, CD	1.300	08/14/09	03/15/10	150,000	150,000
Bankmeridian, SC, CD	1.800	09/02/09	09/02/10	99,000	99,000
Rainier Pac, WA, CD	1.520	11/05/09	11/05/10	99,000	99,000
First Regional, CA, CD	0.950	11/25/09	02/23/10	99,000	99,000
Security Bank, OK, CD	0.920	11/25/09	08/25/10	99,000	99,000
Allstate Bank, IL, CD	0.900	11/25/09	05/25/10	99,000	99,000
Union Natl Elgin, IL, CD	1.700	11/25/09	11/25/10	99,000	99,000
				<u>18,421,307</u>	<u>17,835,885</u>
Total restricted cash equivalents and investments				<u>233,810,120</u>	<u>233,140,361</u>
Cash balance (unrestricted & restricted)				-	3,282,010
Total Cash, Cash Equivalents and Investments				<u>\$ 335,388,506</u>	<u>\$ 338,490,074</u>

Schedule of Cash, Cash Equivalents and Investments as of December 31, 2008

	Applicable Interest Rate	Purchase Date	Maturity Date	Original Cost	Fair Value
Unrestricted:					
General Fund:					
Caval Hill U.S. Treasury	- %	12/31/08	Demand	\$ 479,356	\$ 479,356
Invesco AIM TST Prem-Inst	-	12/31/08	Demand	8,284,000	8,284,000
Invesco AIM Govt & Agncy	-	12/31/08	Demand	2,647,962	2,647,962
FHLB	4.400	01/25/05	01/25/10	5,000,000	5,001,550
FHLB	3.450	02/22/08	02/22/11	5,000,000	5,001,550
FHLB	3.700	05/13/08	05/13/11	1,500,000	1,515,233
FHLB	3.500	02/11/08	08/11/11	2,000,000	2,005,940
FHLB	4.000	10/14/08	10/14/11	300,000	302,672
FHLB	5.020	05/03/07	05/03/12	2,565,000	2,692,455
FHLB	5.050	05/07/07	05/07/12	2,435,000	2,557,517
FHLB	5.125	05/25/07	05/25/12	5,000,000	5,262,500
FHLB	4.500	08/06/08	08/06/12	4,990,950	5,099,225
FHLB	4.300	09/04/08	09/04/12	3,992,800	4,069,380
FHLB	3.875	02/27/08	02/27/13	2,000,000	2,006,880
FHLB	4.250	05/14/08	05/14/13	1,500,000	1,516,178
FHLB	4.350	03/13/08	09/13/13	1,000,000	1,005,940
FHLB	4.440	02/19/08	02/19/15	2,000,000	2,006,880
FHLB	4.700	05/14/08	05/14/15	500,000	514,220
FHLB	5.200	08/20/08	08/20/15	3,000,000	3,126,090
U. S. Treasury Notes	4.875	02/15/07	01/31/09	5,000,781	5,019,325
U. S. Treasury Notes	4.875	05/16/06	05/15/09	4,984,375	5,087,300
U. S. Treasury Notes	3.625	08/19/08	07/15/09	3,041,484	3,054,495
U. S. Treasury Notes	4.625	Various	11/15/09	14,994,531	15,548,998
U. S. Treasury Notes	4.750	Various	02/15/10	12,033,789	12,575,160
U. S. Treasury Notes	5.000	06/11/07	02/15/11	2,999,297	3,280,545
U. S. Treasury Notes	4.125	07/28/08	08/31/12	3,100,665	3,318,750
U. S. Treasury Notes	3.875	07/10/08	10/31/12	2,899,859	3,099,908
State and Local Government Security	-	11/30/90	02/21/21	27,300	27,300
				<u>103,277,149</u>	<u>106,107,309</u>
Revenue Fund:					
Invesco AIM TST Prem-Inst	-	12/31/08	Demand	2,578,500	2,578,500
Invesco AIM Govt & Agncy	-	12/31/08	Demand	11,134,440	11,134,440
				<u>13,712,940</u>	<u>13,712,940</u>
Total unrestricted cash equivalents & investments				<u>116,990,089</u>	<u>119,820,249</u>
Restricted:					
Reserve Maintenance Fund:					
Caval Hill U. S. Treasury	-	12/31/08	Demand	1,502,000	1,502,000
Invesco AIM Govt & Agncy	-	12/31/08	Demand	2,546,656	2,546,656
FHLB	3.450	02/22/08	02/22/11	2,000,000	2,000,620
U. S. Treasury Notes	4.875	05/10/07	05/15/09	997,720	1,017,460
				<u>7,046,376</u>	<u>7,066,736</u>
1998 A&B Bond Service Account:					
Caval Hill U. S. Treasury	-	12/31/08	Demand	19,296,055	19,296,055
				<u>19,296,055</u>	<u>19,296,055</u>
Revenue Reserve Account					
JP Morgan Chase Repo	5.991	05/23/02	01/01/22	50,936,450	50,936,450
				<u>50,936,450</u>	<u>50,936,450</u>
2002 A&B Bond Service Account:					
Caval Hill U. S. Treasury	-	12/31/08	Demand	34,482,550	34,482,550
				<u>34,482,550</u>	<u>34,482,550</u>
2006 Fixed Rate Debt Service Account:					
Caval Hill U. S. Treasury	-	12/31/08	Demand	1,984,692	1,984,692
				<u>1,984,692</u>	<u>1,984,692</u>
2006 Variable Rate Debt Service Account:					
Caval Hill U. S. Treasury	-	12/31/08	Demand	1,763,863	1,763,863
				<u>1,763,863</u>	<u>1,763,863</u>

FINANCIAL SECTION
2009 CAFR
OKLAHOMA TURNPIKE AUTHORITY

	<u>Applicable Interest Rate</u>	<u>Purchase Date</u>	<u>Maturity Date</u>	<u>Original Cost</u>	<u>Fair Value</u>
2007 Bond Service Account:					
Caval Hill U. S. Treasury	-	%	12/31/08	Demand \$ 1,115,382	\$ 1,115,382
				<u>1,115,382</u>	<u>1,115,382</u>
Turnpike Trust Fund:					
Caval Hill U. S. Treasury	-		12/31/08	Demand 5,275,558	5,275,558
U. S. Treasury Notes	4.875		05/16/06	05/15/09 9,496,328	9,665,870
U. S. Treasury Notes	5.500		Various	05/15/09 1,016,164	1,019,845
U. S. Treasury Notes	4.000		Various	06/15/09 3,450,211	3,560,428
U. S. Treasury Notes	3.625		08/19/08	07/15/09 3,041,719	3,054,495
U. S. Treasury Notes	3.500		08/13/08	02/15/10 6,127,813	6,215,160
U. S. Treasury Notes	4.750		02/16/07	02/15/10 5,509,570	5,763,615
U. S. Treasury Notes	5.000		Various	02/15/11 2,518,656	2,733,788
U. S. Treasury Notes	4.500		08/13/08	02/28/11 3,139,922	3,244,695
U. S. Treasury Notes	4.125		07/28/08	08/31/12 2,067,109	2,212,499
				<u>41,643,050</u>	<u>42,745,953</u>
Prepaid PIKEPASS Fund:					
Caval Hill U. S. Treasury	-		12/31/08	Demand 2,759,944	2,759,944
FHLB	3.700		05/13/08	05/13/11 500,000	505,393
FHLB	3.500		02/11/08	08/11/11 500,000	501,485
FHLB	4.000		10/14/08	10/14/11 300,000	302,672
FHLB	4.500		08/06/08	08/06/12 499,095	509,923
FHLB	3.875		02/27/08	02/27/13 500,000	501,720
FHLB	4.250		05/14/08	05/14/13 500,000	505,078
FHLB	4.350		03/13/08	09/13/13 500,000	502,970
FHLB	4.700		05/14/08	05/14/15 500,000	514,220
FHLB	5.200		08/20/08	08/20/15 500,000	521,015
FHLB	5.100		02/13/08	02/13/18 23,148	23,155
FHLB	4.000		04/25/08	04/25/18 500,000	500,315
FHLB	5.250		05/14/08	05/14/18 200,000	201,719
U. S. Treasury Notes	5.500		07/07/06	05/15/09 354,467	356,946
U. S. Treasury Notes	4.000		11/30/07	06/15/09 253,496	254,316
U. S. Treasury Notes	5.750		Various	08/15/10 518,936	543,085
U. S. Treasury Notes	4.875		02/10/06	02/15/12 1,009,247	1,119,295
U. S. Treasury Notes	4.125		07/28/08	08/31/12 775,166	829,688
Vanguard 500 Index Trust (open-end mutual fund)	-		Various	Demand 4,016,421	2,921,193
Ishares Morgan Stanley Capital International Europe Asia Far East Index (closed-end equity fund)	-		Various	Demand 559,810	471,030
Ishares Russell Midcap Index (closed-end equity fund)	-		10/22/07	Demand 193,463	104,510
Ishares Russell 2000 Index (closed-end equity fund)	-		Various	Demand 181,357	147,720
Ishares S&P Midcap 4000 (closed-end equity fund)	-		10/22/07	Demand 270,420	159,990
Ishares S&P Smallcap 600 (closed-end equity fund)	-		Various	Demand 288,310	241,835
S&P 500 Depository Receipts (closed-end equity fund)	-		Various	Demand 1,674,804	1,263,360
				<u>17,878,084</u>	<u>16,262,577</u>
Total restricted cash equivalents and investments				<u>176,146,502</u>	<u>175,654,258</u>
Cash balance (unrestricted & restricted)				-	1,701,424
Total Cash, Cash Equivalents and Investments				<u>\$ 293,136,591</u>	<u>\$ 297,175,931</u>

Note 4. Capital Assets

The following schedules summarize the capital assets of the Authority as of December 31, 2009 and 2008:

2009	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets, not being depreciated				
Land	\$ 162,665,319	\$ 40,828	\$ -	\$ 162,706,147
Construction work in progress	70,359,091	34,283,660	(96,865,749)	7,777,002
Total capital assets, not being depreciated	<u>233,024,410</u>	<u>34,324,488</u>	<u>(96,865,749)</u>	<u>170,483,149</u>
Capital assets, being depreciated:				
Roads and bridges	1,113,960,546	400,000	-	1,114,360,546
Improvements	652,266,538	89,330,512	-	741,597,050
Buildings	86,282,808	4,906,798	(691,625)	90,497,981
Equipment	134,196,657	11,544,191	(6,852,721)	138,888,127
Capitalized interest	111,896,612	-	-	111,896,612
Total capital assets, being depreciated	<u>2,098,603,161</u>	<u>106,181,501</u>	<u>(7,544,346)</u>	<u>2,197,240,316</u>
Less accumulated depreciation for:				
Roads and bridges	(587,569,441)	(28,089,155)	-	(615,658,596)
Improvements	(371,082,284)	(32,172,738)	-	(403,255,022)
Buildings	(34,653,180)	(2,373,861)	673,512	(36,353,529)
Equipment	(103,519,308)	(11,794,796)	5,805,942	(109,508,162)
Capitalized interest	(56,507,544)	(2,838,754)	-	(59,346,298)
Total accumulated depreciation	<u>(1,153,331,757)</u>	<u>(77,269,304)</u>	<u>6,479,454</u>	<u>(1,224,121,607)</u>
Total capital assets, being depreciated, net	<u>945,271,404</u>	<u>28,912,197</u>	<u>(1,064,892)</u>	<u>973,118,709</u>
Total capital assets, net	<u>\$ 1,178,295,814</u>	<u>\$ 63,236,685</u>	<u>\$ (97,930,641)</u>	<u>\$ 1,143,601,858</u>

2008	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets, not being depreciated				
Land	\$ 162,596,479	\$ 68,840	\$ -	\$ 162,665,319
Construction work in progress	82,242,515	77,912,590	(89,796,014)	70,359,091
Total capital assets, not being depreciated	<u>244,838,994</u>	<u>77,981,430</u>	<u>(89,796,014)</u>	<u>233,024,410</u>
Capital assets, being depreciated:				
Roads and bridges	1,103,303,046	10,657,500	-	1,113,960,546
Improvements	588,217,075	64,049,463	-	652,266,538
Buildings	85,857,246	425,562	-	86,282,808
Equipment	135,423,371	8,667,090	(9,893,804)	134,196,657
Capitalized interest	111,896,612	-	-	111,896,612
Total capital assets, being depreciated	<u>2,024,697,350</u>	<u>83,799,615</u>	<u>(9,893,804)</u>	<u>2,098,603,161</u>
Less accumulated depreciation for:				
Roads and bridges	(559,485,953)	(28,083,488)	-	(587,569,441)
Improvements	(342,808,463)	(28,273,821)	-	(371,082,284)
Buildings	(32,307,978)	(2,345,202)	-	(34,653,180)
Equipment	(100,845,476)	(12,334,815)	9,660,983	(103,519,308)
Capitalized interest	(53,668,791)	(2,838,753)	-	(56,507,544)
Total accumulated depreciation	<u>(1,089,116,661)</u>	<u>(73,876,079)</u>	<u>9,660,983</u>	<u>(1,153,331,757)</u>
Total capital assets, being depreciated, net	<u>935,580,689</u>	<u>9,923,536</u>	<u>(232,821)</u>	<u>945,271,404</u>
Total capital assets, net	<u>\$ 1,180,419,683</u>	<u>\$ 87,904,966</u>	<u>\$ (90,028,835)</u>	<u>\$ 1,178,295,814</u>

Note 5. Risk Management

In conjunction with its normal operations, the Authority is exposed to various risks related to the damage or destruction of its assets from both natural and man-made occurrences, tort/liability claims, errors and omissions claims and professional liability claims. As a result of these exposures, the Authority has developed a comprehensive risk management program that participates with the State of Oklahoma's Risk Management Division in a pooled operation for the majority of this coverage.

As a member of the State of Oklahoma Risk Management pool, the Authority assumes the responsibility for maintaining and reporting to the pool all real and personal property for which it requires insurance coverage. The Authority is also responsible for providing relevant financial and operational data to the pool for all potential losses. The pool, on the other hand, serves as the primary insurer to the Authority with additional layers of coverage provided by commercial insurers for coverage in excess of the self-retained levels of risk assumed by the pool and the governmental immunity provided by state statutes.

The Authority also carries insurance with private insurers for a few high-risk assets under an "all risks" policy. Additional details of this coverage and the corresponding levels of self-retained risk and limits of coverage are noted separately within the financial section of this report as shown on the "Schedule of Insurance in Force."

The self-retention level for property and casualty coverage for non-bridge property is \$10,000 per incident, while the overall limit of coverage for bridges and non-bridge property

is approximately \$1,312,500,000. All categories of insurance coverage in place were either maintained at current levels or increased as to overall limits of coverage and reduction of self-retained risk to reduce the overall exposure of risk to the Authority. There were no settlements in excess of insurance coverage in 2009, 2008 or 2007.

Note 6. Operating Leases

The Authority has entered into various non-cancelable contracts with concessionaires to provide patron services on the Oklahoma Turnpike System. The contracts are generally for five-year terms, with two five-year renewal options. These contracts provide for the Authority to receive concession revenue, including minimum rentals plus contingent rentals based on sales volume. The Authority also leases antenna space under non-cancelable contracts with a 20-year term. The total cost of leased concession areas was \$26,893,341 and \$25,909,451 at the end of December 31, 2009 and 2008 and accumulated depreciation totaled \$20,230,809 and \$20,135,814, respectively. Total future minimum rental payments to be received as of December 31, 2009, are approximately:

Year	Minimum Lease Rentals
2010	\$ 242,567
2011	214,967
2012	204,967
2013	154,967
2014	155,291
Thereafter	<u>2,153,153</u>
Total	<u>\$ 3,125,912</u>

Note 7. Long-Term Debt

The following schedule summarizes the long-term debt outstanding as of December 31, 2009:

Revenue Bonds:

2009	Date of Issuance	Beginning Balance	Additions	Retired	Ending Balance	Due Within One Year
Series 1998A	05/01/1998	\$ 9,480,000	\$ -	\$ (9,480,000)	\$ -	\$ -
Series 1998B	07/01/1998	9,245,000	-	(9,245,000)	-	-
Series 2002A-B	05/01/2002	421,945,000	-	(23,420,000)	398,525,000	24,590,000
Series 2006A	08/24/2006	104,790,000	-	-	104,790,000	20,325,000
Series 2006B-F	08/24/2006	530,800,000	-	-	530,800,000	-
Series 2007A	06/06/2007	45,680,000	-	(175,000)	45,505,000	180,000
Total		<u>\$ 1,121,940,000</u>	<u>\$ -</u>	<u>\$ (42,320,000)</u>	<u>\$ 1,079,620,000</u>	<u>\$ 45,095,000</u>

Other Long-Term Debt:

2009	Date of Issuance	Beginning Balance	Additions	Retired	Ending Balance	Due Within One Year
BBVA Compass Loan	12/01/2009	\$ -	\$ 35,000,000	\$ -	\$ 35,000,000	\$ 34,999,991

The following schedule summarizes the long-term debt outstanding as of December 31, 2008:

Revenue Bonds:

2008	Date of Issuance	Beginning Balance	Additions	Retired	Ending Balance	Due Within One Year
Series 1998A	05/01/1998	\$ 18,425,000	\$ -	\$ (8,945,000)	\$ 9,480,000	\$ 9,480,000
Series 1998B	07/01/1998	18,005,000	-	(8,760,000)	9,245,000	9,245,000
Series 2002A-B	05/01/2002	443,020,000	-	(21,075,000)	421,945,000	23,420,000
Series 2006A	08/24/2006	104,790,000	-	-	104,790,000	-
Series 2006B-F	08/24/2006	530,800,000	-	-	530,800,000	-
Series 2007A	06/06/2007	45,680,000	-	-	45,680,000	175,000
Total		<u>\$ 1,160,720,000</u>	<u>\$ -</u>	<u>\$ (38,780,000)</u>	<u>\$ 1,121,940,000</u>	<u>\$ 42,320,000</u>

The fixed rate revenue bond debt service requirements below are prepared as of December 31, 2009:

Maturity January 1	Total Revenue Bonds - Fixed	
	Principal	Interest
2010	\$ 45,095,000	\$ 26,563,180
2011	48,645,000	24,615,105
2012	49,100,000	22,411,105
2013	49,610,000	20,174,899
2014	49,915,000	17,898,418
2015-2019	179,155,000	60,229,040
2020-2022	127,300,000	12,548,959
	<u>\$ 548,820,000</u>	<u>\$ 184,440,706</u>

The Authority issues revenue bonds from time to time for the purpose of financing capital improvements and new projects. In addition, when the market environment indicates favorable results, the Authority will issue bonds to restructure its debt to take advantage of these economic factors. As of December 31, 2009, the Authority has Series 2002 Refunding Bonds (fixed rate), Series 2006 Refunding Bonds (fixed and variable rate) and Series 2007 Refunding Bonds (fixed rate) outstanding.

Description of Fixed Rate Debt - On June 6, 2007, the Authority closed on the delivery of Series 2007A Refunding Second Senior Revenue Bonds totaling \$45,680,000. The Series 2007A Bonds were issued for the purpose of (1) refunding the portion of the Series 2002A and B Refunding Second Senior Revenue Bonds eligible for advanced refunding and (2) paying the costs of issuance. These bonds were structured as tax-exempt fixed rate "AAA" insured bonds. The principal amount of the bonds refunded and defeased through an escrow deposit was \$44,990,000, and the liability was removed from the Statement of Net Assets. The Series 2007 Bonds are series bonds due in annual installments beginning January 1, 2009 through January 1, 2022. Consistent with the Authority's other outstanding Revenue Bonds, the Series 2007 Bonds are payable from and secured by a pledge of net revenues from the operation of the Turnpike System. The Series 2007 Bonds were issued pursuant to the prevailing Trust Agreement, dated February 1, 1989 and as amended with supplements thereto (the Trust Agreement), with Bank of Oklahoma, N. A. as Trustee. Interest commenced January 1, 2008 and is payable semi-annually on January 1 and July 1 of each year, with interest rates ranging from 4.0% to 4.25%.

In August 2006, the Authority issued, through a negotiated sale, six separate series of Series 2006 Refunding Second Senior Revenue Bonds totaling \$635,590,000. The fixed rate portion of these bonds was \$104,790,000 Series 2006A Refunding Second Senior Revenue Bonds. The Series 2006 Bonds were issued to provide funds which when combined with other available funds of the Authority, were issued for the purpose of (1) refunding to redemption certain maturities of the (a) Series 1998A and 1998B Second Senior Revenue Bonds and defeasing to maturity the (b) Series 1992F First Senior Revenue Capital Appreciation Bonds and (2) paying the costs of issuance. The principal amount of the bonds refunded and defeased through an escrow deposit was \$612,670,000, and the liability was removed from the Statements of Net Assets. The Series 2006A Bonds are series bonds due in annual installments beginning January 1, 2010 through January 1, 2014. Consistent with the Authority's other outstanding Revenue Bonds, the Series 2006A Bonds are payable from and

secured by a pledge of net revenues from the operation of the Turnpike System. The Series 2006A Bonds were issued pursuant to the prevailing Trust Agreement, with Bank of Oklahoma, N. A. as Trustee. Interest is payable semi-annually on January 1 and July 1 of each year, with interest rates ranging from 3.5% to 4.0%.

On May 14, 2002, the Authority issued \$314,065,000 of Series 2002A Refunding Second Senior Revenue Bonds and \$255,575,000 of Series 2002B Refunding Second Senior Revenue Bonds. The Series 2002 Bonds were issued to provide funds which when combined with other available funds of the Authority, were issued for the purpose of (1) refunding the (a) remaining portion of Series 1989 First Senior and Subordinate Lien Revenue Bonds, (b) Series 1992A-E Second Senior Revenue Bonds and (c) portions of the Series 1992F First Senior and 1992G Second Senior Revenue Bonds and (2) paying the costs of issuance. The Series 2002A and B Bonds were issued pursuant to the prevailing Trust Agreement, with Bank of Oklahoma, N.A. as Trustee. Interest is payable semi-annually on January 1 and July 1 of each year, with interest rates ranging from 3.0% to 5.5%.

(a) In February 1989, the Authority issued Series 1989 Bonds in the original aggregate amount of \$558,400,000 to (1) to finance the cost of constructing the Kilpatrick, Creek, Cherokee and Chickasaw Turnpikes, (2) to finance the cost of making certain improvements to the existing turnpikes, and (3) advance refund all of the outstanding Authority bonds from the 1966 and 1971 issues. The final payment on the defeased Series 1966 Bonds and the defeased Series 1971 Bonds occurred in 2005 and 2003, respectively.

(b) In May 1992, 94% of the Series 1989 Bonds were refunded through the issuance of Series 1992A-E Bonds. The principal amount of the Series 1989 Bonds advance refunded and considered defeased was \$526,440,000. Bank of New York serves as Escrow Trustee having acquired the trust services of Bank One Trust Company, the previous Escrow Trustee. Defeased Series 1989 Bonds outstanding at December 31, 2009 and 2008 were \$29,000,000.

(c) In October 1992, the Series 1992F and G Bonds were issued consisting of certain maturities of Capital Appreciation Bonds (CABs). The CABs were issued in initial amounts and accreted at interest rates set forth in the Official Statement to arrive at the Compound Accreted Value at maturity. With the issuance of the Series 2006 Bonds, the outstanding Series 1992F CABs were defeased to maturity, as they are not subject to optional redemption. The final payment on the defeased Series 1992F was made January 1, 2008.

On May 12, 1998 and July 14, 1998, the Authority issued \$350,000,000 of Series 1998A Second Senior Revenue Bonds and \$337,010,000 of Series 1998B Second Senior Revenue Bonds, respectively. The Series 1998A and B Bonds were issued to provide funds which, when combined with other available funds of the Authority, provided (1) funding for a portion of the capital costs of improvements to extend the H.E. Bailey Turnpike, the Creek Turnpike, and the John Kilpatrick Turnpike and for right-of-way acquisition for the Muskogee Turnpike, (2) funding of the capitalized interest accounts for the Series 1998A and B Bonds, and (3) paying for costs of issuance. The Series 1998A and B Bonds were issued pursuant to the prevailing Trust Agreement, including supplements thereto, with Bank of Oklahoma, N.A. as Trustee. Interest is payable semi-annually on January 1 and July 1 of each year. With the issuance of the Series 2006 Bonds, \$308,105,000 of the 1998A maturities ranging from 2010-2028 and \$301,565,000 of the 1998B maturities ranging from 2010-2028 were refunded to redemption through an escrow deposit. The remaining maturities of the Series 1998A and B Bonds have interest rates ranging from 5.0% to 6.0%. Bank of Oklahoma, N.A. serves as the Escrow Trustee on the Series 1998A and B Bonds. At December 31, 2009 and 2008, the total defeased bonds outstanding through an escrow deposit for the Series 1998A and B Bonds were \$308,105,000 and \$301,565,000, respectively.

Description of Variable Rate Debt -In August 2006, the Authority issued, through a negotiated sale, six separate series of Series 2006 Refunding Second Senior Revenue Bonds totaling \$635,590,000. As part of that sale, on August 24, 2006, the Authority issued variable rate Series 2006B-F Refunding Second Senior Revenue Bonds in five sub-series in the initial aggregate principal of \$530,800,000; the individual principal amount of each Series 2006B-F is \$106,160,000. The Series 2006B-F Bonds are dated the date of their original issuance and delivery and will mature on January 1, 2028, subject to call provisions in accordance with the mandatory amortization installment beginning on January 1, 2015. The Series 2006B-F Bonds were initially issued in a variable rate mode that resets on a weekly basis with interest payable on a monthly basis. The Series 2006C and D remain outstanding as such at December 31, 2009. At December 31, 2009, the Series 2006B, E and F bonds are outstanding in a variable rate mode that resets on a daily basis with interest payable monthly. The Series 2006B-F Bonds

The following are the critical terms relating to the 2006 Swaps:

	Series 2006B	Series 2006C	Series 2006D	Series 2006E	Series 2006F
Notional Value	\$106,160,000	\$106,160,000	\$106,160,000	\$106,160,000	\$106,160,000
Fixed Rate	3.859%	3.859%	3.859%	3.859%	3.859%
Fixed Leg Payer	Authority	Authority	Authority	Authority	Authority
Floating Leg Payer	BMA/SIFMA Weekly Index until 1/1/2009; then 68% of one-month LIBOR	BMA/SIFMA Weekly Index until 1/1/2009; then 68% of one-month LIBOR	BMA/SIFMA Weekly Index until 1/1/2009; then 68% of one-month LIBOR	BMA/SIFMA Weekly Index until 1/1/2009; then 68% of one-month LIBOR	BMA/SIFMA Weekly Index until 1/1/2009; then 68% of one-month LIBOR
Termination Date	1/1/2028	1/1/2028	1/1/2028	1/1/2028	1/1/2028
Settlement	Monthly	Monthly	Monthly	Monthly	Monthly
Premium Paid	None	None	None	None	None

BMA- The Bond Market Association Index/SIFMA - The Securities Industry and Financial Markets Association
LIBOR - The London Interbank Offering Rate

are payable from and secured by a pledge of net revenues from the operation of the Turnpike System.

Derivative Hedging Instruments: Variable-to-Fixed Interest Rate Swap - On July 28, 2006, the Authority, in conjunction with the \$530,800,000 Series 2006B-F Bonds described above, entered into five separate synthetic fixed rate swap agreements totaling \$530,800,000 (the 2006 Swaps) with three separate counterparties, effective as of August 24, 2006.

Objective of hedge, nature of hedged risk and type of hedge: The Authority entered into the 2006 Swaps rather than issuing fixed rate bonds as a means to achieve lower borrowing costs. The Authority issued variable rate bonds with a weekly reset and entered into swap agreements to obtain the synthetic rate. The Authority realized just over approximately \$40 million in net present value savings as a result of the refunding. This is a discrete cash flow hedge.

Terms: The Authority entered into five separate interest rate swap agreements with an effective date of August 24, 2006, all of which are associated with the Series 2006B-F Bonds. The following critical terms of the 2006 Swaps and the Series 2006B-F Bonds are identical: a) the notional amount of the 2006 Swaps equals the outstanding principal amount of the Series 2006B-F Bonds, b) the re-pricing dates of the 2006 Swaps match those of the Series 2006B-F Bonds and c) the amortization of the 2006 Swaps matches the amortization of the Series 2006B-F Bonds.

Fair Value: On a current mark-to-market basis, using a termination date of December 31, 2009, the net present value of that portion of the 2006 Swaps attributable to the Series 2006B-F Bonds would require the Authority to make an estimated combined termination payment, in the event that all of the outstanding swaps were terminated, of approximately \$60,781,000.

Risks: The Authority monitors the various risks associated with the 2006 Swaps:

Credit Risk: The Authority has adopted an interest rate risk management policy to select counterparties with an initial rating of at least AA-/Aa3/AA-by at least two of the three nationally recognized credit rating agencies and a minimum capitalization of \$50 million. As of December 31, 2009, the counterparties have

a credit rating that meets or exceeds the minimum credit rating requirement. If the counterparties are downgraded below acceptable levels, the agreements require that the counterparties post suitable and adequate collateral.

Interest Rate Risk: The Authority has implemented a strategy on the 2006 Swaps associated with the Series 2006B-F Bonds which was designed to provide a synthetic fixed rate, and as a result of this strategy, it is not anticipated that the Authority has assumed any additional interest rate risk. However, fluctuating market conditions could have a material impact on the effectiveness of the hedge.

Basis Risk: Initially remarketing agents for the Series 2006B-F Bonds were consistently able to obtain rates at or below the BMA/SIFMA weekly rate index. Since the variable rate paid by the counterparties on the interest rate swap was the BMA/SIFMA through January 1, 2009, the hedging relationship provided a synthetic fixed rate on the Series 2006B-F Bonds. However, economic events in 2008 produced some basis spread on the Series 2006B-F Bonds. The downgrade of XL Capital (XL), the Series 2006B-F Bonds insurer, made these bonds ineligible for purchase by tax-exempt money market funds under SEC Rule 2(a)(7). In March 2008, the Authority, with the consent of XL, terminated this insurance policy issued in support of the Series 2006B-F Bonds. Pursuant to a bulletin issued by the

U.S. Treasury Department, this termination did not constitute a reissuance of the Series 2006B-F Bonds. At the close of the third quarter of 2008, Fortis Bank S.A./N.V. (Fortis), one of the standby banks for the Series 2006B-F Bonds, was downgraded. To offset the impact of this downgrade, the Authority reassigned the Series 2006F Bonds to one of the other remarketing agents and converted the Series 2006B, E and F Bonds to a daily interest rate mode. In early 2009, the Authority renegotiated its standby bond purchase agreements and replaced Fortis. Since these changes, the Series B-F bonds have consistently traded near the index. The Authority continues to carefully monitor the bonds on a daily basis.

Termination Risk: The Authority has the option to terminate the 2006 Swaps at any time. The counterparties may only terminate in the event of a default such as: non-payment, credit downgrade of a counterparty, failure to provide collateral or may assign the swap to an AA rated provider subject to the Authority's approval.

Rollover Risk: The term of the Series 2006B-F Bonds match the related 2006 Swaps. In addition, the Authority has a standby bond purchase agreement for the Series 2006B-F Bonds through March 2011.

The other debt service requirements below are prepared as of December 31, 2009:

Maturity	Total Revenue Bonds - Variable	
	Principal	Interest*
January 1		
2010	\$ -	\$ 20,483,572
2011	-	20,483,572
2012	-	20,483,572
2013	-	20,483,572
2014	-	20,483,572
2015-2019	100,525,000	94,584,090
2020-2024	167,200,000	74,801,891
2025-2028	263,075,000	25,888,101
	<u>\$ 530,800,000</u>	<u>\$ 297,691,942</u>

* Interest for the variable rate debt is calculated assuming the synthetic rate of 3.859%. Additionally, interest expense includes remarketing and liquidity expense. At December 31, 2009, remarketing expense was an effective rate of .08%, and liquidity expense was an effective rate of 1.4%.

The Interest, Sinking and Reserve Accounts required by the Trust Agreement have been established with the Trustee. The balances for the Revenue Reserve Account were \$93,399,589 and \$50,936,450 as of December 31, 2009 and 2008, respectively. The Authority also has surety bonds in place to satisfy reserve account requirements in the amount of approximately \$26,000,000 and \$25,000,000, respectively. These surety bonds are issued from Financial Guaranty Insurance Company (FGIC). Because FGIC's current financial strength is below the required rating, the Authority found it necessary to fund the remainder of the debt reserve requirement. The Authority entered into a ten year term loan with BBVA Compass Bank (the Compass Loan) for \$35 million. These proceeds were then invested in a certificate of

Maturity	Other Long-Term Debt	
	Principal	Interest
December 1		
2010	\$ 34,999,991	\$ 435,050
2011	1	1
2012	1	1
2013	1	1
2014	1	1
2015-2019	5	5
2020-2024	-	-
2025-2028	-	-
	<u>\$ 35,000,000</u>	<u>\$ 435,059</u>

deposit with BBVA Compass Bank which is guaranteed by the Federal Home Loan Bank in the form of a letter of credit. The interest rate on the Compass Loan is 90-day LIBOR plus 1.1%. The interest rate earned on the certificates of deposit is 90-day LIBOR minus .2%. The Authority also deposited \$7.5 million to the Revenue Reserve Account to fully fund the required balance.

The Series 2007A Bonds refunded \$44,990,000 of eligible 2002A and B Refunding Bonds. Although the 2007A refunding resulted in the recognition of an additional \$2,327,510 increase to the deferred debit that resulted from the issuance of the 2002A and B Refunding Bonds, the Authority decreased its aggregate debt service payments by approximately \$4,600,000 from 2008

to 2022. The net present value savings was approximately \$1,600,000. As of December 31, 2009 and 2008, the Statements of Net Assets reflect a net deferred debit of approximately \$17,777,000 and \$19,276,000, respectively, as a component of debt resulting from accounting losses or gains from the defeasance of debt. The Statements of Revenues, Expenses and Changes in Net Assets reflect the amortization of this deferral as a component of interest expense of approximately \$1,499,000 at each year ended December 31, 2009 and 2008, respectively.

The Series 2006A-F Bonds refunded \$609,670,000 of the Series 1998A and B Bonds maturities ranging from 2010-2028 and redeemed to maturity the Series 1992F Capital Appreciation Bonds. Through the issuance of the Series 2006A-F Bonds, the Authority decreased its aggregate debt service payments by approximately \$18,000,000 from 2007 to 2028. The net present value savings of this transaction was approximately \$40,000,000. This refunding resulted in the recognition of a \$23,885,132 deferred debit. As of December 31, 2009 and 2008, the Statements of Net Assets reflect a deferred debit of approximately \$19,976,000 and \$21,086,000, respectively, as a component of debt resulting from accounting losses from the defeasance of debt. Approximately \$1,110,000 is reflected as a component of interest expense for each year ended December 31, 2009 and 2008, on the Statements of Revenues, Expenses and Changes in Net Assets for the current year amortization of this deferral.

The Trust Agreement contains certain bond covenants that the Authority is aware of and monitors for compliance throughout the year. The Authority has complied with all bond covenants throughout 2009 and 2008.

Note 8. Deferred Compensation Plan

The State of Oklahoma offers to its own employees, state agency employees and other duly constituted authority or instrumentality employees a deferred compensation plan created in accordance with Internal Revenue Code Section 457 and Chapter 45 of Title 74 of the Oklahoma Statutes. The Oklahoma State Employees Deferred Compensation Plan (the Plan), also known as SoonerSave, is a voluntary plan that allows participants to defer a portion of their salary into the Plan. Participation allows a person to shelter the portion of their salary that they defer from current federal and state income tax. Taxes on the interest or investment gains on this money, while in the Plan, are also deferred. The deferred compensation is not available to employees until termination, retirement, death or approved unforeseeable emergency.

Under SoonerSave, the untaxed deferred amounts are invested as directed by the participant among various Plan investment options. Effective January 1, 1998, a Trust and Trust Fund covering the Plan assets was established pursuant to federal legislation enacted in 1996, requiring public employers to establish such trusts for plans meeting the requirements of Section 457 of the Internal Revenue Code. Under terms of the Trust, the corpus or income of the Trust Fund may be used only for the exclusive benefit of the Plan participants and their beneficiaries.

Further information may be obtained from the Oklahoma State Employees Deferred Compensation Plan audited financial statements for the year ended June 30, 2009. The Authority believes that it has no liabilities in respect to the State's plan.

Note 9. Employee Retirement Plan

Plan Description

The Authority contributes to the Oklahoma Public Employees Retirement Plan (the Plan), a cost sharing multiple-employer public employee defined benefit retirement system administered by the Oklahoma Public Employees Retirement System (the System). The Plan provides retirement, disability and death benefits to Plan members and beneficiaries. The benefit provisions are established and may be amended by the Legislature of the State of Oklahoma. Title 74 of the Oklahoma Statutes, Sections 901-943, as amended, assigns the authority for management and operation of the Plan to the Board of Trustees of the System. The System issues a publicly available annual financial report that includes financial statements and required supplementary information for the Plan. That annual report may be obtained by writing to the System, Post Office Box 53007; Oklahoma City, Oklahoma 73152-3007 or by calling 1-800-733-9008.

Funding Policy

Plan members and the Authority are required to contribute at a rate set by statute. The contribution requirements of Plan members and the Authority are established and may be amended by the Legislature of the State of Oklahoma. During 2009, 2008 and 2007 the contribution rate for the Plan members was 3.5% and the related contribution rate for the Authority was 15.5%, 14.5% and 13.5%, respectively. The Authority's contribution rate will continue to increase by 1% each year until it reaches 16.5%.

The Authority's contributions to the Plan for the years ended December 31, 2009, 2008 and 2007 were approximately \$2,790,000, \$2,523,000 and \$2,330,000, respectively, and equal to the required contributions for each year.

Note 10. Advances From the Motor Fuel Tax Trust Fund

By virtue of the "Enabling Act" of 1971 and amendments thereto, a portion of the motor fuel excise taxes collected on fuels consumed on the turnpikes is made available to the Authority from the Oklahoma Tax Commission. Prior to July 1, 1992, this amount was not to exceed \$3,000,000 during a fiscal year of the State. In 1992, Title 69, §1730 was amended to remove the cap and allow the Authority to receive the full amount collected in accordance with the original formula. This amendment stated the motor fuel taxes due to the Authority would be apportioned to the Authority on the first day of each calendar month. Beginning July 1, 1992, the amount of cash and investments on deposit was frozen as security for the Series 1989 Revenue Bonds. All motor fuel taxes apportioned to the Authority shall be available to fund debt service and reserves to the extent monies

are not otherwise available to the Authority for such purpose. If such motor fuel excise taxes apportioned to the Authority are not necessary in such month, the motor fuel excise taxes shall be paid over to the Oklahoma Department of Transportation (ODOT). During 2009 and 2008, the Authority received and subsequently remitted to ODOT \$41,217,477 and \$41,649,346, respectively, of motor fuel excise taxes.

The amounts frozen at July 1, 1992 (fair value of \$43,000,449 and \$42,745,953 at December 31, 2009 and 2008, respectively) are invested in interest-bearing obligations and with the interest received thereon (\$1,333,590 and \$1,619,264 during the years ended December 31, 2009 and 2008, respectively) are used to eliminate deficiencies, if any, in available monies to meet revenue bond interest and principal requirements. No deficiencies existed in 2009 or 2008.

Prior to the issuance of the Series 1989 Revenue Bonds, the Authority had not received apportionments from the Oklahoma Tax Commission since 1979 because the maximum amount that could be retained by the Authority in accordance with the Enabling Act was deposited with the prior Trustee.

When all Senior and Subordinate Revenue Bonds, together with interest thereon, have been paid, the Authority will be required to pay all amounts that have been received from the Oklahoma Tax Commission and any interest earned on amounts invested to ODOT. The accumulated liability to ODOT as of December 31, 2009 and 2008 is \$51,213,907 and \$49,969,203 respectively, and the annual activity is shown below:

	Beginning Balance	Additions	Retired	Ending Balance
2009	\$ 49,969,203	\$ 1,244,704	\$ -	\$ 51,213,907
2008	48,359,125	1,610,078	-	49,969,203

Additions to the liability represent the interest earned on amounts invested, net of gains and losses on the sale of investments. No amounts are due within one year.

Note 11. Disaggregation of Receivable and Payable Balances

Receivables are primarily comprised of current customer receivables representing 72.5% and 40.7%, and intergovernmental receivables representing 24.4% and 54.2% at December 31, 2009 and 2008, respectively. Remaining current receivables are comprised of 3.1% and 5.1% other receivables at December 31, 2009 and 2008, respectively.

Payable balances are comprised of 18.1% and 38.5% current accounts payables and accrued expenses to contractors and vendors, 65.7% and 46.5% current intergovernmental payables and 16.2% and 15.0% in other payables at December 31, 2009 and 2008, respectively.

Note 12. Litigation and Contingent Liabilities

The Authority is a defendant in various litigation. Although the outcome of these matters is not presently determinable, in the opinion of the Authority's management, the resolution of these matters will not have a material adverse effect on the financial condition of the Authority.

Note 13. Commitments

At December 31, 2009 and 2008, the Authority had commitments outstanding relating to equipment orders and supplies of approximately \$2,377,000 and \$7,848,000, respectively. At December 31, 2009 and 2008, the Authority had commitments outstanding relating to construction and maintenance contracts of approximately \$22,129,000 and \$30,634,000 respectively.

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Schedule of Budget Compared to Actual Operating Expense
(Prepared on a Non-GAAP Budgetary Basis)
Year Ended December 31, 2009

Expense Description	Budgeted Expenses	Actual Expenses	Variance (Over)/Under
Toll Operations:			
Personnel services	\$ 12,907,542	\$ 12,081,306	\$ 826,236
Contractual services	6,160,416	5,639,570	520,846
Commodities	297,137	323,184	(26,047)
Capital outlay and contingencies	-	59,425	(59,425)
Total	19,365,095	18,103,485	1,261,610
Turnpike Maintenance:			
Personnel services	9,919,463	9,782,336	137,127
Contractual services	4,576,523	3,712,618	863,905
Commodities	2,906,575	3,542,616	(636,041)
Capital outlay and contingencies	11,000	18,047	(7,047)
Total	17,413,561	17,055,617	357,944
Engineering:			
Personnel services	970,008	922,037	47,971
Contractual services	200,800	84,921	115,879
Commodities	38,000	9,167	28,833
Capital outlay and contingencies	5,000	-	5,000
Total	1,213,808	1,016,125	197,683
Highway Patrol:			
Contractual services	11,926,896	11,391,817	535,079
Commodities	1,176,180	593,655	582,525
Capital outlay and contingencies	-	-	-
Total	13,103,076	11,985,472	1,117,604
PIKEPASS Customer Service:			
Personnel services	2,871,550	2,878,599	(7,049)
Contractual services	4,478,757	4,429,903	48,854
Commodities	64,603	35,380	29,223
Capital outlay and contingencies	21,490	-	21,490
Total	7,436,400	7,343,882	92,518
General Administration:			
Personnel services	1,239,810	1,161,545	78,265
Contractual services	1,081,235	811,317	269,918
Commodities	163,575	106,200	57,375
Capital outlay and contingencies	-	-	-
Total	2,484,620	2,079,062	405,558

(Continued)

Schedule of Budget Compared to Actual Operating Expense
(Prepared on a Non-GAAP Budgetary Basis)
Year Ended December 31, 2009

Expense Description	Budgeted Expenses	Actual Expenses	Variance (Over)/Under
Information Technology:			
Personnel services	\$ 1,649,757	\$ 1,647,749	\$ 2,008
Contractual services	1,424,302	1,295,923	128,379
Commodities	113,400	54,332	59,068
Capital outlay and contingencies	-	-	-
Total	<u>3,187,459</u>	<u>2,998,004</u>	<u>189,455</u>
Controller:			
Personnel services	700,966	676,157	24,809
Contractual services	170,525	135,284	35,241
Commodities	6,000	2,176	3,824
Capital outlay and contingencies	-	-	-
Total	<u>877,491</u>	<u>813,617</u>	<u>63,874</u>
Finance and Revenue:			
Personnel services	257,987	245,838	12,149
Contractual services	268,650	266,002	2,648
Commodities	100	-	100
Capital outlay and contingencies	-	-	-
Total	<u>526,737</u>	<u>511,840</u>	<u>14,897</u>
Executive:			
Personnel services	1,034,496	1,015,204	19,292
Contractual services	289,740	316,581	(26,841)
Commodities	8,700	6,217	2,483
Capital outlay and contingencies	-	-	-
Total	<u>1,332,936</u>	<u>1,338,002</u>	<u>(5,066)</u>
Authority:			
Contractual services	10,000	-	10,000
Capital outlay and contingencies	676,275	-	676,275
Total	<u>686,275</u>	<u>-</u>	<u>686,275</u>
Total expenses	<u>\$ 67,627,458</u>	<u>\$ 63,245,106</u>	<u>\$ 4,382,352</u>

Adjustments necessary to convert expenses from a budgetary (modified accrual) basis to GAAP basis at year end:

	2009	2008
Budgetary basis	\$ 63,245,106	\$ 62,868,901
Increase (decrease) due to:		
Current expenses reclassified as capital assets	(77,472)	(56,530)
Non-Revenue Fund operating expenses	7,610,164	13,089,782
Other GAAP adjustments	137,443	(582,640)
GAAP basis	<u>\$ 70,915,241</u>	<u>\$ 75,319,513</u>

Schedule of Insurance in Force, as of December 31, 2009

Coverage	Policy Term	Policy	Coverage	Deductible	Annual or Last Premium	
Fire & extended coverage for buildings and contents, bridges and computers	08/01/09-10	State of Oklahoma Certificate #978	\$ 105,368,365 1,207,083,357	Buildings & contents Bridges (100%)	\$ 10,000 200,000	\$ 60,292 260,851
Auto liability	07/01/09-10	State of Oklahoma Certificate #978	175,000 25,000 1,000,000	Bodily injury Property damage Per occurrence	n/a	29,837
Comprehensive general liability and personal injury liability	08/01/09-10	State of Oklahoma Certificate #978	175,000 25,000 1,000,000	Bodily injury Property damage Per occurrence	n/a	40,085
Directors & Officer's insurance	10/30/09-10	State of Oklahoma Certificate #978	35,000,000 5,000,000	Aggregate Per occurrence	150,000	39,517
Public Employee Dishonesty Insurance	07/01/09-10	State of Oklahoma Certificate #978	50,000	Per employee	5,000	No charge (provided by State)
Special machinery	08/13/09-10	State of Oklahoma Certificate #978	2,250,000 100,000	Bridge machine Paint striping machine	5,000	2,298
Aircraft hull & liability	07/01/09-10	State of Oklahoma	182,750 1,000,000 5,000,000 175,000 25,000	Aircraft coverage Liability (Oklahoma) Liability (outside Okla.) Bodily injury/claim Property damage/claim	500	
Workers compensation	01/01/09-10	CompSource Oklahoma #00338640	100,000	Employee injuries	n/a	509,569
Health benefits	01/01/09-10	State of Oklahoma #0001	Various	Life, hospital, surgical, major medical, and dental	Various	6,503,769
Surety bond	08/09/09-10	Travelers C&S Ins. #103870289	25,000	Douglas Riebel	n/a	100
Surety bond	08/26/09-10	Travelers C&S Ins. #102870290	25,000	Ken Fergeson	n/a	263
Surety bond	07/01/09-10	Travelers C&S Ins. #104468444	25,000	Clark Brewster	n/a	100
Surety bond	12/05/09-10	Travelers C&S Ins. #105375256	25,000	Mike Leonard	n/a	100
Surety bond	03/23/09-10	Travelers C&S Ins. #103870293	25,000	Hal Ellis	n/a	100
Surety bond	01/17/09-10	Travelers C& S Ins. #105081767	25,000	David Burrage	n/a	100

(Continued)

Schedule of Insurance in Force, as of December 31, 2009

Coverage	Policy Term	Policy	Coverage	Deductible	Annual or Last Premium
Financial Guaranty Insurance Policy OTA Second Senior Revenue Bonds-2002A Maturing 01/01/2005-2022 OTA Second Senior Revenue Bonds-2002B Maturing 01/01/2005-2022	Thru Maturity	AMBAC Assurance Corporation Policy #19488BE	\$ 545,535,000	n/a	\$ 2,100,757
OTA Second Senior Revenue Bonds-2006A-F Bond Debt Service Reserve Fund Policy	1/1/2028	Financial Guaranty Insurance Company Policy #98010516	25,642,413	n/a	282,067
OTA Second Senior Revenue Bonds-2006A-F Bond Debt Service Reserve Fund Policy	1/1/2028	Financial Guaranty Insurance Company Policy #98010688	24,999,338	n/a	299,992
Municipal Bond Insurance-OTA Second Senior Revenue Bonds-2006A Maturing 01/01/2010-2028	Thru Maturity	XL Capital Assurance Policy #CA03231A	104,790,000	n/a	262,854
Municipal Bond Insurance-OTA Second Senior Revenue Bonds-2007A Maturing 01/01/2009-2022	Thru Maturity	Financial Security Assurance Policy #208664	45,680,000	n/a	141,486

Schedule of Annual Debt Service Requirements

								Revenue
2002 Series			2006 Series					
2002 Series Second Senior Bonds (Fixed Rate)			2006A Series Second Senior Bonds (Fixed Rate)		2006 B-F Series Second Senior Bonds (Variable Rate)			Total 2006 Bonds
Maturity Jan. 1	Principal	Interest	Total	Principal	Interest	Principal	Interest	
2010	\$ 24,590,000	\$ 20,740,931	\$ 45,330,931	\$ 20,325,000	\$ 3,956,094	-	\$ 20,483,572	\$ 44,764,666
2011	25,820,000	19,511,431	45,331,431	22,640,000	3,244,719	-	20,483,572	46,368,291
2012	27,110,000	18,220,431	45,330,431	21,795,000	2,339,119	-	20,483,572	44,617,691
2013	25,035,000	16,782,094	41,817,094	20,860,000	1,549,050	-	20,483,572	42,892,622
2014	26,820,000	15,436,463	42,256,463	19,170,000	766,800	-	20,483,572	40,420,372
2015	28,265,000	13,994,888	42,259,888	-	-	19,625,000	20,483,572	40,108,572
2016	29,745,000	12,510,975	42,255,975	-	-	20,425,000	19,726,243	40,151,243
2017	31,315,000	10,949,363	42,264,363	-	-	22,775,000	18,938,043	41,713,043
2018	32,950,000	9,305,325	42,255,325	-	-	17,675,000	18,059,155	35,734,155
2019	34,725,000	7,531,813	42,256,813	-	-	20,025,000	17,377,077	37,402,077
2020	36,595,000	5,662,713	42,257,713	-	-	20,875,000	16,604,312	37,479,312
2021	40,190,000	3,832,963	44,022,963	-	-	10,725,000	15,798,746	26,523,746
2022	35,365,000	1,823,463	37,188,463	-	-	20,175,000	15,384,868	35,559,868
2023	-	-	-	-	-	56,975,000	14,606,315	71,581,315
2024	-	-	-	-	-	58,450,000	12,407,650	70,857,650
2025	-	-	-	-	-	61,875,000	10,152,064	72,027,064
2026	-	-	-	-	-	64,400,000	7,764,308	72,164,308
2027	-	-	-	-	-	67,025,000	5,279,112	72,304,112
2028	-	-	-	-	-	69,775,000	2,692,617	72,467,617
Totals	\$ 398,525,000	\$ 156,302,853	\$ 554,827,853	\$ 104,790,000	\$ 11,855,782	\$ 530,800,000	\$ 297,691,942	\$ 945,137,724

Bonds

2007 Series			Total All Bonds			
2007 Series Second Senior Bonds (Fixed Rate)						
Principal	Interest	Total	Principal	Interest	Total	Outstanding Principal
\$ 180,000	\$ 1,866,155	\$ 2,046,155	\$ 45,095,000	\$ 47,046,752	\$ 92,141,752	\$ 1,034,525,000
185,000	1,858,955	2,043,955	48,645,000	45,098,677	93,743,677	985,880,000
195,000	1,851,555	2,046,555	49,100,000	42,894,677	91,994,677	936,780,000
3,715,000	1,843,755	5,558,755	49,610,000	40,658,471	90,268,471	887,170,000
3,925,000	1,695,155	5,620,155	49,915,000	38,381,990	88,296,990	837,255,000
4,080,000	1,538,155	5,618,155	51,970,000	36,016,615	87,986,615	785,285,000
4,245,000	1,374,955	5,619,955	54,415,000	33,612,173	88,027,173	730,870,000
4,420,000	1,195,543	5,615,543	58,510,000	31,082,949	89,592,949	672,360,000
4,610,000	1,010,555	5,620,555	55,235,000	28,375,035	83,610,035	617,125,000
4,800,000	817,468	5,617,468	59,550,000	25,726,358	85,276,358	557,575,000
4,995,000	620,355	5,615,355	62,465,000	22,887,380	85,352,380	495,110,000
5,445,000	416,355	5,861,355	56,360,000	20,048,064	76,408,064	438,750,000
4,710,000	193,110	4,903,110	60,250,000	17,401,441	77,651,441	378,500,000
-	-	-	56,975,000	14,606,315	71,581,315	321,525,000
-	-	-	58,450,000	12,407,650	70,857,650	263,075,000
-	-	-	61,875,000	10,152,064	72,027,064	201,200,000
-	-	-	64,400,000	7,764,308	72,164,308	136,800,000
-	-	-	67,025,000	5,279,112	72,304,112	69,775,000
-	-	-	69,775,000	2,692,617	72,467,617	-
<u>\$ 45,505,000</u>	<u>\$ 16,282,071</u>	<u>\$ 61,787,071</u>	<u>\$ 1,079,620,000</u>	<u>\$ 482,132,648</u>	<u>\$ 1,561,752,648</u>	

Other Long-Term Debt

BBVA Compass Loan

Maturity Dec. 1	Principal	Interest	Total
2010	\$ 34,999,991	\$ 435,050	\$ 35,435,041
2011	1	1	2
2012	1	1	2
2013	1	1	2
2014	1	1	2
2015	1	1	2
2016	1	1	2
2017	1	1	2
2018	1	1	2
2019	1	1	2
Totals	<u>\$ 35,000,000</u>	<u>\$ 435,059</u>	<u>\$ 35,435,059</u>



**Report of Independent Certified Public Accountants on
Internal Control Over Financial Reporting and on Compliance
and Other Matters Based on an Audit of Financial Statements
Performed in Accordance with *Government Auditing
Standards***

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Members
Oklahoma Turnpike Authority

We have audited the basic financial statements of the Oklahoma Turnpike Authority (the Authority) as of and for the year ended December 31, 2009, and have issued our report thereon dated March 30, 2010. We conducted our audit in accordance with auditing standards generally accepted in the United States of America as established by the American Institute of Certified Public Accountants and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the Authority's internal control over financial reporting as a basis for designing our audit procedures for the purpose of expressing an opinion on the financial statements but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over financial reporting. Accordingly, we express no such opinion.

A deficiency in internal control over financial reporting exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct misstatements on a timely basis.

A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control over financial reporting that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described above and would not necessarily identify all deficiencies in internal control that might be significant deficiencies or material weaknesses in the Authority's internal control over financial reporting. We did not identify any deficiencies in the Authority's internal control over financial reporting we considered to be material weaknesses, as defined above.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Authority's basic financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

This report is intended solely for the information and use of the audit and budget committee, management, and Authority members and is not intended to be and should not be used by anyone other than these specified parties.

Grant Thornton LLP

Oklahoma City, Oklahoma
March 30, 2010

**TURNER TURNPIKE
PAVEMENT REHABILITATION**



**49TH WEST AVENUE LEAD ROAD
TO THE CREEK TURNPIKE**





Cimarron Turnpike
Oklahoma Highway Patrol



Turner Turnpike
Snow Plowing



Ribbon-Cutting
Ceremony
at the
Tulsa Airport

Indian Nation
Turnpike
Mowing



Cimarron
Turnpike
Signing Project



This part of OTA’s comprehensive annual financial report presents detailed information as a context for understanding what the information in the financial statements, note disclosures, and required supplementary information says about OTA’s overall financial health.

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REVENUE CAPACITY

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DEMOGRAPHIC AND ECONOMIC INFORMATION

This schedule offers demographic and economic indicators to help the reader understand the environment within which OTA’s financial activities take place and to help make comparison over time. The jurisdiction of the OTA is limited to its Turnpike System and right-of-way. Accordingly, the OTA is the only principal employer within its jurisdiction.

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OPERATING INFORMATION

These schedules contain information about OTA’s operations and resources to help the reader understand how OTA’s financial information relates to the services OTA provides and the activities it performs.

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Sources: *Unless otherwise noted, the information in these schedules is derived from the comprehensive annual financial reports for the relevant year.*

**’ indicates information is not available for the specified period.*

Schedule 1
Oklahoma Turnpike Authority
Net Assets by Component,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Invested in capital assets, net of related debt	\$ 83,236,988	\$ 78,343,235	\$ 43,085,816	\$ 10,289,643
Restricted for debt service	103,547,137	93,359,822	90,727,882	90,479,086
Restricted for reserve maintenance	18,457,506	5,581,559	7,897,458	16,428,935
Restricted for construction	-	-	-	-
Restricted for other purposes	-	-	732,310	1,425,549
Unrestricted	96,022,515	115,126,439	148,367,397	150,780,412
Total net assets	\$ 301,264,146	\$ 292,411,055	\$ 290,810,863	\$ 269,403,625

Schedule 2
Oklahoma Turnpike Authority
Changes in Net Assets,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Operating revenues:				
Tolls	\$ 204,758,339	\$ 196,162,510	\$ 196,698,759	\$ 194,532,964
Concessions	1,321,516	1,358,489	1,390,843	1,495,898
Total operating revenues	206,079,855	197,520,999	198,089,602	196,028,862
Operating expenses:				
Toll Operations	18,262,993	17,514,539	17,391,152	16,382,957
Turnpike Maintenance	17,557,158	20,202,846	20,070,747	18,002,340
Engineering	3,667,385	5,189,986	2,604,878	2,187,872
Highway Patrol	12,153,431	13,187,238	12,194,849	11,968,828
PIKEPASS Customer Service	9,546,889	8,896,989	8,371,232	7,521,854
General Administration	2,134,361	2,101,002	2,193,466	1,939,993
Information Technology	4,064,720	5,198,406	4,705,685	4,038,943
Controller	821,160	740,292	685,329	647,622
Finance and Revenue	1,268,895	868,791	462,029	688,528
Executive	1,438,249	1,419,424	1,513,371	1,436,646
Authority	-	-	3,840	3,119
Total operating expenses before depreciation and amortization	70,915,241	75,319,513	70,196,578	64,818,702
Operating income before depreciation and amortization	135,164,614	122,201,486	127,893,024	131,210,160
Depreciation and amortization	(77,718,902)	(75,677,335)	(71,821,310)	(71,626,297)
Operating income	57,445,712	46,524,151	56,071,714	59,583,863
Non-operating revenues (expenses):				
Interest earned on investments	6,126,044	8,351,301	11,320,057	12,451,218
Net change in fair value of investments	(2,436,163)	(1,042,801)	4,859,754	2,605,191
Interest expense on bonds outstanding	(57,234,837)	(55,363,325)	(52,733,844)	(54,700,687)
Settlement of PIKEPASS litigation	-	-	-	-
Other	4,952,335	3,130,866	1,889,557	2,250,130
Net non-operating expenses	(48,592,621)	(44,923,959)	(34,664,476)	(37,394,148)
Change in net assets	\$ 8,853,091	\$ 1,600,192	\$ 21,407,238	\$ 22,189,715

2005	2004	2003	2002	2001	2000
\$ (58,929,500)	\$ (63,177,130)	\$ (43,105,119)	\$ (33,638,254)	\$ (57,087,831)	\$ (116,101,024)
81,309,210	83,182,503	82,010,707	66,463,926	79,226,651	103,831,042
67,424,490	63,150,948	44,567,213	38,837,913	21,284,827	19,915,630
-	-	-	106,371	25,951,219	38,047,548
891,870	2,872,289	1,111,073	2,982,527	2,848,991	1,569,989
156,517,840	162,711,489	159,612,439	171,602,307	160,642,926	144,657,424
\$ 247,213,910	\$ 248,740,099	\$ 244,196,313	\$ 246,354,790	\$ 232,866,783	\$ 191,920,609

2005	2004	2003	2002	2001	2000
\$ 191,193,494	\$ 185,892,994	\$ 179,341,853	\$ 176,441,486	\$ 164,111,303	\$ 131,568,373
1,467,110	1,406,923	1,310,823	1,239,693	1,224,089	1,210,650
192,660,604	187,299,917	180,652,676	177,681,179	165,335,392	132,779,023
15,663,092	13,277,932	13,056,476	12,210,977	11,411,893	10,686,961
14,772,441	14,827,358	14,453,089	14,036,357	13,515,738	10,627,204
1,663,266	2,034,389	2,469,550	1,879,858	2,779,602	2,242,345
11,585,109	9,501,714	9,737,287	9,150,461	8,348,423	7,674,364
7,115,438	6,906,149	5,854,572	5,140,953	4,112,647	3,911,305
1,755,022	1,674,259	1,738,011	1,669,891	1,489,210	1,394,731
4,238,476	2,839,786	2,778,549	2,664,038	2,215,837	2,027,040
612,478	677,158	725,093	673,039	722,142	657,323
626,896	410,771	445,572	489,958	520,028	994,617
1,849,765	1,186,429	1,178,352	873,023	743,421	644,241
586	3,948	4,338	7,950	9,148	4,976
59,882,569	53,339,893	52,440,889	48,796,505	45,868,089	40,865,107
132,778,035	133,960,024	128,211,787	128,884,674	119,467,303	91,913,916
(71,216,730)	(72,037,188)	(69,440,597)	(63,179,190)	(47,561,397)	(35,585,269)
61,561,305	61,922,836	58,771,190	65,705,484	71,905,906	56,328,647
13,196,970	11,996,164	12,452,772	13,432,117	19,656,918	27,957,776
(3,548,420)	(6,178,509)	(5,335,682)	2,737,918	5,967,563	8,244,749
(64,499,262)	(65,788,534)	(69,275,388)	(69,067,431)	(57,612,987)	(53,948,003)
(9,300,000)	-	-	-	-	-
1,063,218	2,591,829	1,228,631	679,919	1,028,774	1,153,192
(63,087,494)	(57,379,050)	(60,929,667)	(52,217,477)	(30,959,732)	(16,592,286)
\$ (1,526,189)	\$ 4,543,786	\$ (2,158,477)	\$ 13,488,007	\$ 40,946,174	\$ 39,736,361

Schedule 3
Oklahoma Turnpike Authority
Toll Revenues by Type and Turnpike,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Turner Turnpike				
Passenger	\$ 25,585,564	\$ 23,094,064	\$ 23,160,230	\$ 23,297,099
Commercial	24,859,724	26,301,917	26,988,294	27,530,883
Total	<u>50,445,288</u>	<u>49,395,981</u>	<u>50,148,524</u>	<u>50,827,982</u>
Will Rogers Turnpike				
Passenger	16,847,740	15,150,268	15,230,442	15,201,170
Commercial	28,097,017	29,543,738	30,727,931	30,928,534
Total	<u>44,944,757</u>	<u>44,694,006</u>	<u>45,958,373</u>	<u>46,129,704</u>
H. E. Bailey Turnpike				
Passenger	15,929,275	14,093,610	14,106,754	13,950,970
Commercial	4,743,784	4,909,912	4,858,639	4,758,601
Total	<u>20,673,059</u>	<u>19,003,522</u>	<u>18,965,393</u>	<u>18,709,571</u>
Indian Nation Turnpike				
Passenger	7,041,616	6,431,348	6,334,500	6,173,187
Commercial	5,329,004	5,574,020	5,548,935	5,612,905
Total	<u>12,370,620</u>	<u>12,005,368</u>	<u>11,883,435</u>	<u>11,786,092</u>
Muskogee Turnpike				
Passenger	10,923,870	9,711,311	9,638,201	9,580,793
Commercial	3,825,729	4,043,158	3,996,580	3,980,235
Total	<u>14,749,599</u>	<u>13,754,469</u>	<u>13,634,781</u>	<u>13,561,028</u>
Cimarron Turnpike				
Passenger	5,336,007	4,699,492	4,663,571	4,776,299
Commercial	3,853,629	3,914,402	3,908,175	3,965,054
Total	<u>9,189,636</u>	<u>8,613,894</u>	<u>8,571,746</u>	<u>8,741,353</u>
John Kilpatrick Turnpike				
Passenger	21,261,873	19,480,220	18,785,533	17,571,599
Commercial	2,016,066	2,244,580	2,251,798	2,021,176
Total	<u>23,277,939</u>	<u>21,724,800</u>	<u>21,037,331</u>	<u>19,592,775</u>
Cherokee Turnpike				
Passenger	4,628,177	4,293,235	4,331,597	4,389,806
Commercial	2,385,796	2,373,807	2,552,937	2,762,927
Total	<u>7,013,973</u>	<u>6,667,042</u>	<u>6,884,534</u>	<u>7,152,733</u>
Chickasaw Turnpike				
Passenger	397,961	363,149	347,589	164,052
Commercial	200,402	195,990	173,286	47,808
Total	<u>598,363</u>	<u>559,139</u>	<u>520,875</u>	<u>211,860</u>
Creek Turnpike				
Passenger	19,613,363	17,840,213	17,222,386	16,025,186
Commercial	1,881,742	1,904,076	1,871,381	1,794,680
Total	<u>21,495,105</u>	<u>19,744,289</u>	<u>19,093,767</u>	<u>17,819,866</u>
Totals				
Passenger	127,565,446	115,156,910	113,820,803	111,130,161
Commercial	<u>77,192,893</u>	<u>81,005,600</u>	<u>82,877,956</u>	<u>83,402,803</u>
Total Revenues	\$ <u>204,758,339</u>	\$ <u>196,162,510</u>	\$ <u>196,698,759</u>	\$ <u>194,532,964</u>

Note: The Chickasaw Turnpike was closed to traffic from March 7, 2006 through September 21, 2006 for major pavement rehabilitation.

2005	2004	2003	2002	2001	2000
\$ 23,334,402	\$ 23,590,204	\$ 23,413,499	\$ 23,403,492	\$ 22,108,158	\$ 17,998,272
26,879,367	25,637,336	24,642,682	25,321,822	24,745,886	20,723,600
<u>50,213,769</u>	<u>49,227,540</u>	<u>48,056,181</u>	<u>48,725,314</u>	<u>46,854,044</u>	<u>38,721,872</u>
15,355,969	15,541,719	15,569,560	15,244,453	14,282,884	12,117,554
30,115,525	29,062,458	28,078,562	28,040,771	26,936,300	22,407,537
<u>45,471,494</u>	<u>44,604,177</u>	<u>43,648,122</u>	<u>43,285,224</u>	<u>41,219,184</u>	<u>34,525,091</u>
13,945,008	14,000,261	13,528,419	13,092,517	12,056,705	10,499,563
4,636,572	4,444,094	4,290,229	4,367,701	4,356,577	3,604,128
<u>18,581,580</u>	<u>18,444,355</u>	<u>17,818,648</u>	<u>17,460,218</u>	<u>16,413,282</u>	<u>14,103,691</u>
6,228,736	6,300,277	6,233,519	6,321,984	6,022,296	5,012,804
5,340,815	5,084,168	4,847,229	5,022,261	4,841,725	3,765,484
<u>11,569,551</u>	<u>11,384,445</u>	<u>11,080,748</u>	<u>11,344,245</u>	<u>10,864,021</u>	<u>8,778,288</u>
9,770,742	9,558,405	9,252,419	9,054,339	8,917,308	7,847,707
3,929,680	3,730,986	3,594,092	3,622,759	3,823,898	3,062,549
<u>13,700,422</u>	<u>13,289,391</u>	<u>12,846,511</u>	<u>12,677,098</u>	<u>12,741,206</u>	<u>10,910,256</u>
4,785,475	4,801,715	4,600,587	4,598,325	4,510,779	4,181,192
3,862,923	3,764,924	3,537,292	3,538,825	3,565,853	2,820,514
<u>8,648,398</u>	<u>8,566,639</u>	<u>8,137,879</u>	<u>8,137,150</u>	<u>8,076,632</u>	<u>7,001,706</u>
16,474,630	15,304,482	14,177,341	13,204,398	10,994,529	5,879,781
1,885,536	1,635,595	1,434,202	1,314,581	1,055,720	335,672
<u>18,360,166</u>	<u>16,940,077</u>	<u>15,611,543</u>	<u>14,518,979</u>	<u>12,050,249</u>	<u>6,215,453</u>
4,355,872	4,316,863	4,248,324	4,347,936	4,254,122	3,776,383
2,848,396	2,776,636	2,616,236	2,640,018	2,407,523	1,872,714
<u>7,204,268</u>	<u>7,093,499</u>	<u>6,864,560</u>	<u>6,987,954</u>	<u>6,661,645</u>	<u>5,649,097</u>
354,625	301,830	321,462	388,737	366,300	317,009
117,745	129,212	107,220	95,157	84,176	64,455
<u>472,370</u>	<u>431,042</u>	<u>428,682</u>	<u>483,894</u>	<u>450,476</u>	<u>381,464</u>
15,241,816	14,335,159	13,332,368	11,671,843	8,214,107	4,948,636
1,729,660	1,576,670	1,516,611	1,149,567	566,457	332,819
<u>16,971,476</u>	<u>15,911,829</u>	<u>14,848,979</u>	<u>12,821,410</u>	<u>8,780,564</u>	<u>5,281,455</u>
109,847,275	108,050,915	104,677,498	101,328,024	91,727,188	72,578,901
81,346,219	77,842,079	74,664,355	75,113,462	72,384,115	58,989,472
<u>\$ 191,193,494</u>	<u>\$ 185,892,994</u>	<u>\$ 179,341,853</u>	<u>\$ 176,441,486</u>	<u>\$ 164,111,303</u>	<u>\$ 131,568,373</u>

Schedule 4
Oklahoma Turnpike Authority
Toll Transactions by Type and Turnpike,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Turner Turnpike				
Passenger	13,785,958	13,325,718	12,819,143	12,491,283
Commercial	2,176,964	2,423,451	2,453,060	2,463,486
Total	15,962,922	15,749,169	15,272,203	14,954,769
Will Rogers Turnpike				
Passenger	11,526,487	11,009,346	10,525,527	10,082,944
Commercial	2,875,275	3,163,669	3,273,027	3,249,483
Total	14,401,762	14,173,015	13,798,554	13,332,427
H.E. Bailey Turnpike				
Passenger	15,728,263	14,824,973	14,709,487	14,512,215
Commercial	1,508,978	1,615,331	1,621,475	1,509,997
Total	17,237,241	16,440,304	16,330,962	16,022,212
Indian Nation Turnpike				
Passenger	5,070,145	4,955,516	4,853,577	4,707,212
Commercial	1,231,367	1,352,839	1,336,213	1,334,938
Total	6,301,512	6,308,355	6,189,790	6,042,150
Muskogee Turnpike				
Passenger	9,635,226	9,087,321	9,004,752	8,984,772
Commercial	1,138,874	1,277,479	1,255,744	1,238,946
Total	10,774,100	10,364,800	10,260,496	10,223,718
Cimarron Turnpike				
Passenger	6,121,330	5,751,077	5,715,268	5,767,316
Commercial	984,995	1,048,557	1,048,501	1,057,461
Total	7,106,325	6,799,634	6,763,769	6,824,777
John Kilpatrick Turnpike				
Passenger	35,188,453	34,193,114	32,430,193	30,397,380
Commercial	851,346	999,727	946,983	837,310
Total	36,039,799	35,192,841	33,377,176	31,234,690
Cherokee Turnpike				
Passenger	3,610,737	3,503,243	3,581,406	3,581,192
Commercial	430,563	455,367	476,361	483,598
Total	4,041,300	3,958,610	4,057,767	4,064,790
Chickasaw Turnpike				
Passenger	758,061	734,281	693,104	303,273
Commercial	153,785	150,882	134,621	34,379
Total	911,846	885,163	827,725	337,652
Creek Turnpike				
Passenger	36,331,504	34,957,823	33,512,291	31,006,531
Commercial	1,109,721	1,180,724	1,101,930	1,038,728
Total	37,441,225	36,138,547	34,614,221	32,045,259
Totals				
Passenger	137,756,164	132,342,412	127,844,748	121,834,118
Commercial	12,461,868	13,668,026	13,647,915	13,248,326
Total Transactions	150,218,032	146,010,438	141,492,663	135,082,444

Note: The Chickasaw Turnpike was closed to traffic from March 7, 2006 through September 21, 2006 for major pavement rehabilitation.

2005	2004	2003	2002	2001	2000
12,738,934	12,305,237	12,170,221	11,821,366	11,089,240	9,948,252
2,419,004	2,283,985	2,171,039	2,221,406	2,175,434	2,461,771
<u>15,157,938</u>	<u>14,589,222</u>	<u>14,341,260</u>	<u>14,042,772</u>	<u>13,264,674</u>	<u>12,410,023</u>
9,957,742	9,624,649	9,598,985	8,762,480	8,119,829	7,672,653
3,185,026	3,038,181	2,904,118	2,861,681	2,746,586	3,009,357
<u>13,142,768</u>	<u>12,662,830</u>	<u>12,503,103</u>	<u>11,624,161</u>	<u>10,866,415</u>	<u>10,682,010</u>
14,119,460	13,995,332	13,446,035	12,747,156	11,577,225	10,788,837
1,484,562	1,462,258	1,397,426	1,377,605	1,355,669	1,444,081
<u>15,604,022</u>	<u>15,457,590</u>	<u>14,843,461</u>	<u>14,124,761</u>	<u>12,932,894</u>	<u>12,232,918</u>
4,760,160	4,778,270	4,713,808	4,744,798	4,501,285	4,301,329
1,257,066	1,190,295	1,145,400	1,170,193	1,128,011	1,170,480
<u>6,017,226</u>	<u>5,968,565</u>	<u>5,859,208</u>	<u>5,914,991</u>	<u>5,629,296</u>	<u>5,471,809</u>
9,149,564	8,643,953	8,405,846	8,274,892	8,159,816	7,821,470
1,240,669	1,239,749	1,137,777	1,099,527	1,153,589	1,268,420
<u>10,390,233</u>	<u>9,883,702</u>	<u>9,543,623</u>	<u>9,374,419</u>	<u>9,313,405</u>	<u>9,089,890</u>
5,776,786	5,763,597	5,526,691	5,414,449	5,255,223	5,141,949
1,015,737	985,234	932,922	926,135	948,499	973,502
<u>6,792,523</u>	<u>6,748,831</u>	<u>6,459,613</u>	<u>6,340,584</u>	<u>6,203,722</u>	<u>6,115,451</u>
27,991,590	25,647,878	23,637,861	21,657,450	18,630,181	12,754,353
743,802	652,176	591,174	557,550	426,383	319,701
<u>28,735,392</u>	<u>26,300,054</u>	<u>24,229,035</u>	<u>22,215,000</u>	<u>19,056,564</u>	<u>13,074,054</u>
3,580,500	3,439,673	3,347,185	3,373,968	3,309,633	3,250,196
495,948	487,313	458,623	460,583	402,597	444,090
<u>4,076,448</u>	<u>3,926,986</u>	<u>3,805,808</u>	<u>3,834,551</u>	<u>3,712,230</u>	<u>3,694,286</u>
676,395	574,958	591,044	690,130	653,177	639,236
87,192	93,296	68,574	49,616	43,668	48,154
<u>763,587</u>	<u>668,254</u>	<u>659,618</u>	<u>739,746</u>	<u>696,845</u>	<u>687,390</u>
29,414,103	27,402,586	25,271,890	22,471,130	16,480,051	12,851,942
990,977	870,950	849,056	681,193	374,549	436,444
<u>30,405,080</u>	<u>28,273,536</u>	<u>26,120,946</u>	<u>23,152,323</u>	<u>16,854,600</u>	<u>13,288,386</u>
118,165,234	112,176,133	106,709,566	99,957,819	87,775,660	75,170,217
12,919,983	12,303,437	11,656,109	11,405,489	10,754,985	11,576,000
<u>131,085,217</u>	<u>124,479,570</u>	<u>118,365,675</u>	<u>111,363,308</u>	<u>98,530,645</u>	<u>86,746,217</u>

Schedule 5
Oklahoma Turnpike Authority
Toll Revenues by Principal Revenue Payers:
Payment Method, Class and Turnpike,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Toll revenues				
PIKEPASS	\$ 110,842,156	\$ 104,807,319	\$ 102,405,631	\$ 98,459,153
Cash	93,916,183	91,355,191	94,293,128	96,073,811
Percentage of total revenues				
PIKEPASS	54.1%	53.4%	52.1%	50.6%
Cash	45.9%	46.6%	47.9%	49.4%
Toll transactions				
PIKEPASS	97,057,845	93,831,497	88,926,033	83,291,461
Cash	53,160,187	52,178,941	52,566,630	51,790,983
Percentage of total transactions				
PIKEPASS	64.6%	64.3%	62.8%	61.7%
Cash	35.4%	35.7%	37.2%	38.3%
Turner Turnpike				
2-axle vehicles	\$ 25,585,564	\$ 23,094,064	\$ 23,160,230	\$ 23,297,099
3-axle vehicles	706,788	708,576	718,014	709,756
4-axle vehicles	1,506,956	1,443,533	1,572,289	1,657,506
5-axle vehicles	21,914,532	23,402,056	23,983,110	24,458,833
6-axle vehicles	731,448	747,752	714,881	704,788
Total	50,445,288	49,395,981	50,148,524	50,827,982
Will Rogers Turnpike				
2-axle vehicles	16,847,740	15,150,268	15,230,442	15,201,170
3-axle vehicles	655,271	650,011	656,761	639,185
4-axle vehicles	1,484,974	1,397,399	1,580,209	1,665,107
5-axle vehicles	25,256,070	26,855,911	27,838,547	27,981,723
6-axle vehicles	700,702	640,417	652,414	642,519
Total	44,944,757	44,694,006	45,958,373	46,129,704
H.E. Bailey Turnpike				
2-axle vehicles	15,929,275	14,093,610	14,106,754	13,950,970
3-axle vehicles	423,446	352,163	322,158	268,818
4-axle vehicles	532,343	501,021	498,055	479,906
5-axle vehicles	3,680,964	3,917,062	3,929,724	3,911,387
6-axle vehicles	107,031	139,666	108,702	98,490
Total	20,673,059	19,003,522	18,965,393	18,709,571
Indian Nation Turnpike				
2-axle vehicles	7,041,616	6,431,348	6,334,500	6,173,187
3-axle vehicles	239,724	232,738	226,155	205,790
4-axle vehicles	550,203	542,344	549,303	549,203
5-axle vehicles	4,406,887	4,668,914	4,668,456	4,744,763
6-axle vehicles	132,190	130,024	105,021	113,149
Total	12,370,620	12,005,368	11,883,435	11,786,092

	2005	2004	2003	2002	2001	2000
\$	94,802,306	\$ 89,526,359	\$ 83,909,705	\$ 80,224,420	\$ 74,219,171	\$ 53,556,698
	96,391,188	96,366,635	95,432,148	96,217,066	89,892,132	78,011,675
	49.6%	48.2%	46.8%	45.5%	45.2%	40.7%
	50.4%	51.8%	53.2%	54.5%	54.8%	59.3%
	78,860,757	73,842,679	68,046,748	61,761,722	49,436,219	42,123,502
	52,224,460	50,636,891	50,318,927	49,601,586	49,094,426	44,622,715
	60.2%	59.3%	57.5%	55.5%	50.2%	48.6%
	39.8%	40.7%	42.5%	44.5%	49.8%	51.4%
\$	23,334,402	\$ 23,590,204	\$ 23,413,499	\$ 23,403,492	\$ 22,108,158	\$ 18,148,023
	714,671	651,091	630,259	647,388	629,059	553,776
	1,581,653	1,620,608	1,582,652	1,602,120	1,546,404	1,392,828
	23,963,858	22,773,837	21,911,689	22,571,011	22,099,173	18,256,017
	619,185	591,800	518,082	501,303	471,250	371,228
	50,213,769	49,227,540	48,056,181	48,725,314	46,854,044	38,721,872
	15,355,969	15,541,719	15,569,560	15,244,453	14,282,884	12,026,257
	651,261	594,951	575,085	555,388	511,789	488,701
	1,609,157	1,636,730	1,605,411	1,621,625	1,529,946	1,371,219
	27,328,493	26,343,779	25,445,539	25,458,634	24,528,548	20,338,375
	526,614	486,998	452,527	405,124	366,017	300,539
	45,471,494	44,604,177	43,648,122	43,285,224	41,219,184	34,525,091
	13,945,008	14,000,261	13,528,419	13,092,517	12,056,705	10,528,804
	289,470	302,967	298,633	248,742	236,135	217,022
	458,864	481,962	499,549	486,210	459,615	421,691
	3,794,782	3,582,532	3,434,334	3,588,015	3,616,213	2,883,586
	93,456	76,633	57,713	44,734	44,614	52,588
	18,581,580	18,444,355	17,818,648	17,460,218	16,413,282	14,103,691
	6,228,736	6,300,277	6,233,519	6,321,984	6,022,296	4,937,718
	197,596	186,418	177,274	186,850	186,252	170,484
	516,523	498,348	496,627	522,018	502,446	444,621
	4,523,789	4,309,909	4,096,259	4,232,417	4,067,493	3,159,406
	102,907	89,493	77,069	80,976	85,534	66,059
	11,569,551	11,384,445	11,080,748	11,344,245	10,864,021	8,778,288

(Continued)

	2009	2008	2007	2006
Muskogee Turnpike				
2-axle vehicles	\$ 10,923,870	\$ 9,711,311	\$ 9,638,201	\$ 9,580,793
3-axle vehicles	227,600	223,775	218,917	225,357
4-axle vehicles	344,928	333,303	320,276	305,395
5-axle vehicles	3,159,211	3,380,069	3,315,902	3,311,215
6-axle vehicles	93,990	106,011	141,485	138,268
Total	14,749,599	13,754,469	13,634,781	13,561,028
Cimarron Turnpike				
2-axle vehicles	5,336,007	4,699,492	4,663,571	4,776,299
3-axle vehicles	155,155	151,963	156,912	155,490
4-axle vehicles	321,119	301,091	306,053	304,874
5-axle vehicles	3,310,087	3,381,611	3,351,899	3,398,194
6-axle vehicles	67,268	79,737	93,311	106,496
Total	9,189,636	8,613,894	8,571,746	8,741,353
John Kilpatrick Turnpike				
2-axle vehicles	21,261,873	19,480,220	18,785,533	17,571,599
3-axle vehicles	220,827	268,108	258,977	216,557
4-axle vehicles	265,605	284,769	263,459	226,795
5-axle vehicles	1,384,640	1,518,634	1,566,274	1,429,437
6-axle vehicles	144,994	173,069	163,088	148,387
Total	23,277,939	21,724,800	21,037,331	19,592,775
Cherokee Turnpike				
2-axle vehicles	4,628,177	4,293,235	4,331,597	4,389,806
3-axle vehicles	127,800	127,001	127,635	111,543
4-axle vehicles	187,224	177,732	202,744	202,884
5-axle vehicles	2,039,929	2,033,108	2,179,900	2,396,576
6-axle vehicles	30,843	35,966	42,658	51,924
Total	7,013,973	6,667,042	6,884,534	7,152,733
Chickasaw Turnpike				
2-axle vehicles	397,961	363,149	347,589	164,052
3-axle vehicles	54,600	45,280	41,543	6,243
4-axle vehicles	18,896	20,286	19,321	3,047
5-axle vehicles	123,908	127,726	110,619	37,848
6-axle vehicles	2,998	2,698	1,803	670
Total	598,363	559,139	520,875	211,860
Creek Turnpike				
2-axle vehicles	19,613,363	17,840,213	17,222,386	16,025,186
3-axle vehicles	265,314	259,920	244,782	216,625
4-axle vehicles	218,525	217,474	187,232	155,840
5-axle vehicles	1,333,100	1,354,847	1,323,714	1,307,660
6-axle vehicles	64,803	71,835	115,653	114,555
Total	21,495,105	19,744,289	19,093,767	17,819,866
All Turnpikes				
2-axle vehicles	127,565,446	115,156,910	113,820,803	111,130,161
3-axle vehicles	3,076,525	3,019,535	2,971,854	2,755,364
4-axle vehicles	5,430,773	5,218,952	5,498,941	5,550,557
5-axle vehicles	66,609,328	70,639,938	72,268,145	72,977,636
6-axle vehicles	2,076,267	2,127,175	2,139,016	2,119,246
Total	<u>\$ 204,758,339</u>	<u>\$ 196,152,510</u>	<u>\$ 196,698,759</u>	<u>\$ 194,532,964</u>

Note: The Chickasaw Turnpike was closed to traffic from March 7, 2006 through September 21, 2006 for major pavement rehabilitation.

	2005	2004	2003	2002	2001	2000
\$	9,770,742	\$ 9,558,405	\$ 9,252,419	\$ 9,054,339	\$ 8,917,308	\$ 7,943,805
	250,710	241,302	205,758	173,843	174,149	162,341
	307,225	302,013	292,920	279,653	280,872	269,384
	3,247,293	3,062,617	3,020,154	3,106,734	3,314,600	2,503,407
	124,452	125,054	75,260	62,529	54,277	31,319
	<u>13,700,422</u>	<u>13,289,391</u>	<u>12,846,511</u>	<u>12,677,098</u>	<u>12,741,206</u>	<u>10,910,256</u>
	4,785,475	4,801,715	4,600,587	4,598,325	4,510,779	4,159,045
	149,001	139,841	129,222	129,872	115,513	105,982
	293,155	288,028	274,971	284,776	283,632	236,803
	3,327,189	3,246,439	3,050,158	3,040,264	3,102,074	2,449,772
	93,578	90,616	82,941	83,913	64,634	50,104
	<u>8,648,398</u>	<u>8,566,639</u>	<u>8,137,879</u>	<u>8,137,150</u>	<u>8,076,632</u>	<u>7,001,706</u>
	16,474,630	15,304,482	14,177,341	13,204,398	10,994,529	5,932,617
	188,358	161,231	142,870	132,183	91,741	34,106
	184,030	177,995	163,262	143,627	103,124	30,498
	1,390,290	1,200,200	1,049,877	979,992	821,362	209,687
	122,858	96,169	78,193	58,779	39,493	8,545
	<u>18,360,166</u>	<u>16,940,077</u>	<u>15,611,543</u>	<u>14,518,979</u>	<u>12,050,249</u>	<u>6,215,453</u>
	4,355,872	4,316,863	4,248,324	4,347,936	4,254,122	3,766,186
	113,430	119,902	115,912	119,775	98,849	87,789
	194,091	199,217	199,195	222,986	189,088	183,738
	2,496,695	2,417,211	2,267,493	2,267,327	2,089,159	1,595,883
	44,180	40,306	33,636	29,930	30,427	15,501
	<u>7,204,268</u>	<u>7,093,499</u>	<u>6,864,560</u>	<u>6,987,954</u>	<u>6,661,645</u>	<u>5,649,097</u>
	354,625	301,830	321,462	388,737	366,300	319,621
	22,756	33,188	19,905	2,884	2,571	2,668
	11,580	15,863	10,530	2,092	1,801	1,198
	82,350	79,382	76,101	88,972	79,225	57,439
	1,059	779	684	1,209	579	538
	<u>472,370</u>	<u>431,042</u>	<u>428,682</u>	<u>483,894</u>	<u>450,476</u>	<u>381,464</u>
	15,241,816	14,335,159	13,332,368	11,671,843	8,214,107	5,009,964
	202,927	169,282	176,163	146,155	79,760	54,570
	147,811	143,344	137,717	101,689	46,144	23,093
	1,291,921	1,189,155	1,154,194	858,702	417,361	188,124
	87,001	74,889	48,537	43,021	23,192	5,704
	<u>16,971,476</u>	<u>15,911,829</u>	<u>14,848,979</u>	<u>12,821,410</u>	<u>8,780,564</u>	<u>5,281,455</u>
	109,847,275	108,050,915	104,677,498	101,328,024	91,727,188	72,772,040
	2,780,180	2,600,173	2,471,081	2,343,080	2,125,818	1,877,439
	5,304,089	5,364,108	5,262,834	5,266,796	4,943,072	4,375,073
	71,446,660	68,205,061	65,505,798	66,192,068	64,135,208	51,641,696
	1,815,290	1,672,737	1,424,642	1,311,518	1,180,017	902,125
\$	<u>191,193,494</u>	<u>185,892,994</u>	<u>179,341,853</u>	<u>176,441,486</u>	<u>164,111,303</u>	<u>131,568,373</u>

**Schedule 6
Oklahoma Turnpike Authority
Toll Rates by Turnpike, Class and Type,
Ten Years Ended December 31, 2000-2009**

Turner Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Oklahoma City	SH 66-Wellston	1.05	1.25	1.55	1.75	2.10	2.25	3.75	4.00	4.70	5.00	0.95	1.00	1.35	1.50	1.80	2.00
	SH 18-Chandler	1.40	1.50	2.10	2.25	3.40	3.75	6.10	6.50	7.40	7.75	1.20	1.25	1.80	2.00	2.95	3.25
	SH 99-Stroud	1.90	2.00	3.15	3.50	4.70	5.25	8.30	8.75	9.90	10.50	1.65	1.75	2.70	3.00	4.05	4.50
	US 66-Bristow	2.40	2.50	4.45	5.00	6.25	7.00	11.00	11.50	13.20	14.00	2.15	2.25	3.85	4.25	5.40	6.00
	Kellyville	3.30	4.00	5.00	6.75	7.30	9.75	12.95	16.50	15.70	20.00	2.85	3.00	4.30	4.75	6.30	7.00
	SH 97-Sapulpa	3.60	3.75	5.50	6.00	8.35	9.25	14.35	15.00	17.65	18.50	3.10	3.25	4.75	5.25	7.20	8.00
	Creek West	3.60	4.00	5.55	6.75	8.35	9.75	14.35	16.50	17.65	20.00	3.10	3.50	4.75	5.75	7.20	8.50
Tulsa	3.90	4.00	6.05	6.75	8.85	9.75	15.70	16.50	19.00	20.00	3.35	3.50	5.20	5.75	7.65	8.50	
SH 66-Wellston	SH 18-Chandler	0.40	1.50	0.65	2.25	0.95	3.75	1.60	6.50	1.95	7.75	0.35	1.25	0.55	2.00	0.80	3.25
	SH 99-Stroud	0.90	2.00	1.35	3.50	1.95	5.25	3.50	8.75	4.50	10.50	0.75	1.75	1.15	3.00	1.70	4.50
	US 66-Bristow	1.75	2.50	2.75	5.00	4.00	7.00	7.15	11.50	9.00	14.00	1.50	2.25	2.35	4.25	3.45	6.00
	Kellyville	2.50	4.00	3.90	6.75	5.70	9.75	10.05	16.50	12.20	20.00	2.15	3.00	3.35	4.75	4.90	7.00
	SH 97-Sapulpa	2.65	3.75	4.10	6.00	6.10	9.25	10.80	15.00	13.05	18.50	2.30	3.25	3.55	5.25	5.25	8.00
	Creek West	2.60	4.00	4.10	6.75	6.10	9.75	10.80	16.50	13.05	20.00	2.30	3.50	3.55	5.75	5.25	8.50
Tulsa	2.90	4.00	4.60	6.75	6.60	9.75	11.60	16.50	14.15	20.00	2.50	3.50	3.85	5.75	5.70	8.50	
SH 18-Chandler	SH 99-Stroud	0.45	0.50	1.05	1.25	1.35	1.50	2.50	2.50	2.80	3.00	0.45	0.50	0.90	1.00	1.15	1.25
	US 66-Bristow	1.40	1.50	1.85	2.00	2.90	3.25	5.50	5.75	6.30	6.75	1.20	1.25	1.60	1.75	2.50	2.75
	Kellyville	1.70	2.25	2.60	4.25	4.20	6.00	7.20	10.25	8.55	12.25	1.45	1.50	2.25	2.50	3.60	4.00
	SH 97-Sapulpa	1.90	2.00	3.15	3.50	5.00	5.50	8.55	9.00	10.50	11.00	1.65	1.75	2.70	3.00	4.30	4.75
	Creek West	1.90	2.25	3.65	4.25	5.00	6.00	8.25	10.25	9.85	12.25	1.65	2.00	3.15	3.75	4.30	5.25
Tulsa	2.20	2.25	3.95	4.25	5.50	6.00	9.65	10.25	11.60	12.25	1.90	2.00	3.40	3.75	4.75	5.25	
SH 99-Stroud	US 66-Bristow	1.10	1.25	1.35	1.50	1.55	1.75	2.80	3.00	3.30	3.50	0.95	1.00	1.15	1.25	1.35	1.50
	Kellyville	1.40	1.75	1.85	3.00	2.60	5.00	4.70	7.75	5.80	9.25	1.20	1.25	1.60	1.75	2.25	2.50
	SH 97-Sapulpa	1.70	1.75	2.40	2.50	3.40	3.75	6.30	6.75	7.70	8.00	1.45	1.50	2.05	2.25	2.95	3.25
	Creek West	1.40	1.75	2.25	3.00	3.90	5.00	6.05	7.75	7.15	9.25	1.15	1.50	1.95	2.50	3.35	4.25
Tulsa	1.70	1.75	2.60	3.00	4.45	5.00	7.40	7.75	8.80	9.25	1.45	1.50	2.25	2.50	3.85	4.25	
US 66-Bristow	Kellyville	0.45	1.25	0.70	1.75	1.15	3.00	1.90	4.75	2.50	6.00	0.45	0.50	0.70	0.75	1.15	1.25
	SH 97-Sapulpa	1.10	1.25	1.35	1.50	1.85	2.00	3.30	3.50	3.90	4.00	0.95	1.00	1.15	1.25	1.60	1.75
	Creek West	0.80	1.25	1.15	1.75	1.85	3.00	2.95	4.75	3.90	6.00	0.70	1.00	1.00	1.50	1.60	2.50
Tulsa	1.10	1.25	1.55	1.75	2.60	3.00	4.40	4.75	5.80	6.00	0.95	1.00	1.35	1.50	2.25	2.50	
Kellyville-SH 97	SH 97-Sapulpa	0.30	0.50	0.50	0.50	0.75	0.75	1.40	1.50	1.70	1.75	0.25	0.50	0.45	0.50	0.70	0.75
	Creek West	0.25	0.50	0.50	1.25	0.80	1.75	1.05	2.50	1.60	3.50	0.20	0.50	0.45	1.00	0.70	1.50
	Tulsa	0.45	0.50	1.00	1.25	1.55	1.75	2.50	2.50	3.30	3.50	0.45	0.50	0.90	1.00	1.35	1.50
SH 97-Sapulpa	Tulsa	0.25	0.25	0.50	0.50	0.70	0.75	1.10	1.25	1.40	1.50	0.25	0.25	0.45	0.50	0.45	0.50

*Note: (pages 64-81)
For Toll Rates Effective Prior to January 1, 2001:*

- Vehicle Class 1: Passenger car*
- Vehicle Class 2: Passenger car with one-axle trailer*
- Vehicle Class 3: Passenger car with two-axle trailer*
- Vehicle Class 4: Two-axle truck or bus*
- Vehicle Class 5: Three-axle truck or bus*
- Vehicle Class 6: Four-axle truck*
- Vehicle Class 7: Five-axle truck*
- Vehicle Class 8: Six-axle truck*

For Toll Rates Effective On and After January 1, 2001: Classification is by number of axles

January 1, 2001				Turner Turnpike															
				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
3.25	3.50	4.05	4.25	0.70	0.75	1.15	1.25	1.35	1.50	0.90	1.00	1.35	1.50	1.80	2.00	2.50	2.75	2.95	3.25
5.25	5.50	6.40	6.75	0.90	1.00	1.60	1.75	2.05	2.25	1.35	1.50	1.80	2.00	2.95	3.25	3.85	4.25	4.75	5.25
7.15	7.50	8.55	9.00	1.35	1.50	2.05	2.25	2.70	3.00	1.80	2.00	2.70	3.00	4.05	4.50	5.20	5.75	6.30	7.00
9.50	10.00	11.40	12.00	1.80	2.00	2.95	3.25	3.60	4.00	2.50	2.75	3.85	4.25	5.40	6.00	7.00	7.75	8.35	9.25
11.15	11.75	13.55	14.25	2.25	2.50	3.60	4.00	4.50	5.00	2.95	3.25	4.30	4.75	6.30	7.00	8.10	9.00	9.90	11.00
12.35	13.00	15.20	16.00	2.50	2.75	4.05	4.50	4.95	5.50	3.40	3.75	4.75	5.25	7.20	8.00	9.00	10.00	11.05	12.25
12.35	14.25	15.20	17.25	<i>Location not open to traffic prior to January 1, 2001</i>															
13.55	14.25	16.40	17.25	2.70	3.00	4.30	4.75	5.40	6.00	3.60	4.00	5.20	5.75	7.65	8.50	9.90	11.00	11.95	13.25
1.40	5.50	1.70	6.75	0.20	1.00	0.45	1.75	0.70	2.25	0.45	1.50	0.45	2.00	1.15	3.25	1.35	4.25	1.80	5.25
3.00	7.50	3.65	9.00	0.65	1.50	0.90	2.25	1.35	3.00	0.90	2.00	1.35	3.00	2.25	4.50	2.70	5.75	3.35	7.00
6.15	10.00	7.75	12.00	1.10	2.00	1.80	3.25	2.25	4.00	1.60	2.75	2.50	4.25	3.60	6.00	4.50	7.75	5.40	9.25
8.65	11.75	10.50	14.25	1.55	2.50	2.45	4.00	3.15	5.00	2.05	3.25	2.95	4.75	4.50	7.00	5.60	9.00	6.95	11.00
9.30	13.00	11.25	16.00	1.80	2.75	2.90	4.50	3.60	5.50	2.50	3.75	3.40	5.25	5.40	8.00	6.50	10.00	8.10	12.25
9.30	14.25	11.25	17.25	<i>Location not open to traffic prior to January 1, 2001</i>															
10.00	14.25	12.20	17.25	2.00	3.00	3.15	4.75	4.05	6.00	2.70	4.00	3.85	5.75	5.85	8.50	7.40	11.00	9.00	13.25
2.15	2.25	2.40	2.50	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75	1.80	2.00
4.75	5.00	5.45	5.75	0.90	1.00	1.35	1.50	1.60	1.75	1.15	1.25	1.60	1.75	2.50	2.75	3.40	3.75	4.05	4.50
6.20	6.50	7.35	7.75	1.15	1.25	1.80	2.00	2.25	2.50	1.60	1.75	2.25	2.50	3.60	4.00	4.50	5.00	5.40	6.00
7.35	7.75	9.05	9.50	1.35	1.50	2.25	2.50	2.95	3.25	1.80	2.00	2.70	3.00	4.30	4.75	5.40	6.00	6.55	7.25
7.10	8.75	8.50	10.50	<i>Location not open to traffic prior to January 1, 2001</i>															
8.30	8.75	10.00	10.50	1.60	1.75	2.50	2.75	3.15	3.50	2.05	2.25	3.40	3.75	4.75	5.25	6.10	6.75	7.20	8.00
2.40	2.50	2.85	3.00	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	1.15	1.25	1.35	1.50	1.80	2.00	2.05	2.25
4.05	4.25	5.00	5.25	0.90	1.00	1.35	1.50	1.60	1.75	1.15	1.25	1.60	1.75	2.25	2.50	2.95	3.25	3.60	4.00
5.45	5.75	6.65	7.00	1.15	1.25	1.60	1.75	2.05	2.25	1.35	1.50	2.05	2.25	2.95	3.25	4.05	4.50	4.95	5.50
5.20	6.75	6.15	8.00	<i>Location not open to traffic prior to January 1, 2001</i>															
6.40	6.75	7.60	8.00	1.15	1.25	2.05	2.25	2.50	2.75	1.60	1.75	2.25	2.50	3.85	4.25	4.75	5.25	5.65	6.25
1.90	2.00	2.15	2.25	0.45	0.50	0.70	0.75	0.90	1.00	0.45	0.50	0.70	0.75	1.15	1.25	1.35	1.50	1.60	1.75
2.85	3.00	3.35	3.50	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	1.15	1.25	1.60	1.75	2.05	2.25	2.50	2.75
2.55	4.00	3.35	5.25	<i>Location not open to traffic prior to January 1, 2001</i>															
3.80	4.00	5.00	5.25	0.70	0.75	1.15	1.25	1.60	1.75	0.90	1.00	1.35	1.50	2.25	2.50	2.70	3.00	3.60	4.00
1.20	1.25	1.45	1.50	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25
0.90	2.25	1.40	3.00	<i>Location not open to traffic prior to January 1, 2001</i>															
2.15	2.25	2.85	3.00	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.35	1.50	1.60	1.75	2.05	2.25
0.95	1.00	1.20	1.25	0.25	0.25	0.25	0.25	0.45	0.50	0.25	0.25	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00

(Continued)

Will Rogers Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Tulsa	State Hwy 266	0.45	0.50	0.70	0.75	1.10	1.25	1.40	1.50	1.70	1.75	0.45	0.50	0.70	0.75	0.95	1.00
	SH 20-Claremore	0.45	0.50	1.05	1.25	1.35	1.50	2.50	2.50	2.80	3.00	0.45	0.50	0.90	1.00	1.15	1.25
	SH 28-Adair	1.40	1.50	1.85	2.00	2.90	3.25	5.50	5.75	6.30	6.75	1.20	1.25	1.60	1.75	2.50	2.75
	US 69-Big Cabin	1.70	1.75	2.60	3.00	4.20	4.75	7.60	8.00	8.80	9.25	1.45	1.50	2.25	2.50	3.60	4.00
	Vinita	1.90	2.00	3.15	3.50	5.00	5.50	8.70	9.25	10.50	11.00	1.65	1.75	2.70	3.00	4.30	4.75
	Afton	2.50	2.50	4.20	4.75	6.25	7.00	10.75	11.25	12.95	13.75	2.15	2.25	3.60	4.00	5.40	6.00
	SH 10-Miami	3.10	3.25	5.00	5.50	7.30	8.00	12.40	13.75	15.70	16.50	2.85	3.00	4.30	4.75	6.30	7.00
State Line	3.90	4.00	6.05	6.75	8.85	9.75	15.70	16.50	19.00	20.00	3.35	3.50	5.20	5.75	7.65	8.50	
State Hwy 266	SH 20-Claremore	0.45	0.50	0.50	1.25	0.80	1.50	0.80	2.50	1.10	3.00	0.45	0.50	0.45	1.00	0.70	1.25
	SH 28-Adair	0.80	1.50	1.70	2.00	2.75	3.25	3.30	5.75	4.10	6.75	0.70	1.25	1.45	1.75	2.35	2.75
	US 69-Big Cabin	1.40	1.75	2.20	3.00	3.90	4.75	6.00	8.00	7.25	9.25	1.20	1.50	1.90	2.50	3.35	4.00
	Vinita	1.70	2.00	3.00	3.50	4.70	5.50	7.15	9.25	8.55	11.00	1.45	1.75	2.60	3.00	4.05	4.75
	Afton	2.20	2.50	4.10	4.75	5.80	7.00	9.20	11.25	11.00	13.75	1.90	2.25	3.55	4.00	5.00	6.00
	SH 10-Miami	2.85	3.25	4.95	5.50	6.60	8.00	11.30	13.75	14.40	16.50	2.45	3.00	4.25	4.75	5.70	7.00
	State Line	3.55	4.00	5.80	6.75	8.55	9.75	14.35	16.50	17.40	20.00	3.05	3.50	5.00	5.75	7.35	8.50
SH 20-Claremore	SH 28-Adair	0.70	0.75	1.05	1.25	1.55	1.75	2.45	2.50	3.30	3.50	0.70	0.75	0.90	1.00	1.35	1.50
	US 69-Big Cabin	1.40	1.50	1.85	2.00	2.60	3.00	4.70	5.00	6.10	6.50	1.20	1.25	1.60	1.75	2.25	2.50
	Vinita	1.40	1.50	2.40	2.50	3.40	3.75	6.30	6.75	7.40	7.75	1.20	1.25	2.05	2.25	2.95	3.25
	Afton	1.90	2.00	3.15	3.50	5.00	5.50	8.55	9.00	9.90	10.50	1.65	1.75	2.70	3.00	4.30	4.75
	SH 10-Miami	2.30	2.50	4.20	4.75	6.05	6.75	10.50	11.00	12.40	13.00	1.90	2.00	3.60	4.00	5.20	5.75
State Line	3.30	3.50	5.20	5.75	7.60	8.50	13.20	14.00	16.00	16.75	2.85	3.00	4.50	5.00	6.55	7.25	
US 69-Big Cabin	Vinita	0.25	0.25	0.45	0.50	0.70	0.75	1.20	1.25	1.70	1.75	0.25	0.25	0.45	0.50	0.70	0.75
	Afton	1.10	1.25	1.35	1.50	1.85	2.00	3.00	3.25	3.90	4.00	0.95	1.00	1.15	1.25	1.60	1.75
	SH 10-Miami	1.20	1.25	2.10	2.25	3.15	3.50	5.40	5.75	6.90	7.25	1.20	1.25	1.80	2.00	2.70	3.00
	State Line	1.90	2.00	3.15	3.50	5.00	5.50	8.00	8.50	9.90	10.50	1.65	1.75	2.70	3.00	4.30	4.75
Vinita	Afton	0.45	0.50	0.70	0.75	1.35	1.50	2.20	2.25	2.50	2.50	0.45	0.50	0.70	0.75	1.15	1.25
	SH 10-Miami	0.95	1.00	1.55	1.75	2.40	2.50	3.90	4.00	5.50	5.75	0.95	1.00	1.35	1.50	2.05	2.25
	State Line	1.70	1.75	2.60	3.00	4.20	4.75	7.20	7.50	8.55	9.00	1.45	1.50	2.25	2.50	3.60	4.00
Afton	SH 10-Miami	0.45	0.50	0.70	0.75	1.05	1.25	1.70	1.75	2.50	2.50	0.45	0.50	0.70	0.75	0.90	1.00
	State Line	1.20	1.25	1.85	2.00	2.60	3.00	4.70	5.00	6.10	6.50	1.20	1.25	1.60	1.75	2.25	2.50
SH 10-Miami	State Line	0.70	0.75	1.05	1.25	1.55	1.75	2.80	3.00	3.30	3.50	0.45	0.50	0.90	1.00	1.35	1.50

H.E. Bailey Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Oklahoma City	Wichita Falls	4.45	4.75	5.85	6.25	8.10	9.25	13.30	14.25	15.80	18.00	3.80	4.00	4.95	5.50	7.00	7.75
	Chickasha	1.35	1.50	2.10	2.25	2.60	3.00	3.40	3.75	4.20	4.75	1.15	1.25	1.80	2.00	2.25	2.50
Chickasha	State Hwy 62	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.45	0.50	0.25	0.25	0.25	0.25	0.25	0.25
	Lawton	1.70	1.75	1.90	2.00	2.90	3.25	5.20	5.50	6.40	6.75	1.45	1.50	1.60	1.75	2.50	2.75
Elgin	Lawton	0.25	0.25	0.50	0.50	0.70	0.75	1.10	1.25	1.10	1.25	0.25	0.25	0.45	0.50	0.45	0.50
Lawton	Wichita Falls	1.40	1.50	1.85	2.00	2.60	3.00	4.70	5.00	5.20	6.50	1.20	1.25	1.60	1.75	2.25	2.50
	Walters	0.45	0.50	0.70	0.75	1.05	1.25	1.70	1.75	2.20	2.25	0.45	0.50	0.70	0.75	0.90	1.00
Walters	Wichita Falls	0.70	0.75	0.90	1.00	1.05	1.25	1.70	1.75	2.20	2.25	0.45	0.50	0.70	0.75	0.90	1.00
H.E. Bailey Spur	State Hwy 76	0.50	0.55	0.85	0.90	1.20	1.25	1.65	1.75	2.15	2.25	0.45	0.50	0.75	0.80	1.10	1.15
	State Hwy 9	0.50	0.55	0.85	0.90	1.20	1.25	1.65	1.75	2.15	2.25	0.45	0.50	0.75	0.80	1.10	1.15
	Chickasha	1.35	1.50	2.10	2.25	2.60	3.00	3.40	3.75	4.20	4.75	1.15	1.25	1.80	2.00	2.25	2.50
	Oklahoma City	0.30	0.35	0.50	0.60	0.70	0.75	1.45	1.50	1.65	1.75	0.25	0.30	0.45	0.50	0.60	0.65
State Hwy 9	Chickasha	1.35	2.05	2.10	3.15	2.60	4.25	3.40	5.50	4.20	7.00	1.15	1.75	1.80	2.80	2.25	3.65
	Oklahoma City	0.50	0.55	0.85	0.90	1.20	1.25	1.65	1.75	2.15	2.25	0.45	0.50	0.75	0.80	1.10	1.15
	SH-76-Spur	0.30	0.35	0.50	0.60	0.70	0.75	1.45	1.50	1.65	1.75	0.25	0.30	0.45	0.50	0.60	0.65
State Hwy 76	Chickasha	1.35	2.05	2.10	3.15	2.60	4.25	3.40	5.50	4.20	7.00	1.15	1.75	1.80	2.80	2.25	3.65
	Oklahoma City	0.50	0.55	0.85	0.90	1.20	1.25	1.65	1.75	2.15	2.25	0.45	0.50	0.75	0.80	1.10	1.15

				Will Rogers Turnpike															
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
1.20	1.25	1.45	1.50	<i>Location not open to traffic prior to January 1, 2001</i>															
2.15	2.25	2.40	2.50	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75	1.80	2.00
4.75	5.00	5.45	5.75	0.90	1.00	1.35	1.50	1.80	2.00	1.15	1.25	1.60	1.75	2.50	2.75	3.40	3.75	4.05	4.50
6.40	6.75	7.60	8.00	1.15	1.25	1.80	2.00	2.50	2.75	1.60	1.75	2.25	2.50	3.60	4.00	4.75	5.25	5.65	6.25
7.35	7.75	9.05	9.50	1.35	1.50	2.25	2.50	2.95	3.25	1.80	2.00	2.70	3.00	4.30	4.75	5.40	6.00	6.55	7.25
9.25	9.75	11.15	11.75	1.80	2.00	2.70	3.00	3.60	4.00	2.25	2.50	3.60	4.00	5.40	6.00	6.75	7.50	8.10	9.00
10.70	11.75	13.55	14.25	2.25	2.50	3.60	4.00	4.50	5.00	2.95	3.25	4.30	4.75	6.30	7.00	7.90	8.75	9.90	11.00
13.55	14.25	16.40	17.25	2.70	3.00	4.30	4.75	5.40	6.00	3.60	4.00	5.20	5.75	7.65	8.50	9.90	11.00	11.95	13.25
0.70	2.25	0.95	2.50	<i>Location not open to traffic prior to January 1, 2001</i>															
2.85	5.00	3.55	5.75	<i>Location not open to traffic prior to January 1, 2001</i>															
5.00	6.75	6.25	8.00	<i>Location not open to traffic prior to January 1, 2001</i>															
6.15	7.75	7.35	9.50	<i>Location not open to traffic prior to January 1, 2001</i>															
7.95	9.75	9.50	11.75	<i>Location not open to traffic prior to January 1, 2001</i>															
9.75	11.75	13.75	14.25	<i>Location not open to traffic prior to January 1, 2001</i>															
12.35	14.25	15.00	17.25	<i>Location not open to traffic prior to January 1, 2001</i>															
2.15	2.25	2.85	3.00	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.35	1.50	1.60	1.75	2.05	2.25
4.05	4.25	5.25	5.50	0.90	1.00	1.35	1.50	1.60	1.75	1.15	1.25	1.60	1.75	2.25	2.50	2.95	3.25	3.85	4.25
5.45	5.75	6.40	6.75	0.90	1.00	1.60	1.75	2.05	2.25	1.35	1.50	2.05	2.25	2.95	3.25	4.05	4.50	4.75	5.25
7.35	7.75	8.55	9.00	1.35	1.50	2.25	2.50	2.70	3.00	1.80	2.00	2.70	3.00	4.30	4.75	5.40	6.00	6.30	7.00
9.05	9.50	10.70	11.25	1.60	1.75	2.70	3.00	3.40	3.75	2.25	2.50	3.60	4.00	5.20	5.75	6.55	7.25	7.90	8.75
11.40	12.00	13.80	14.50	2.25	2.50	3.60	4.00	4.50	5.00	3.15	3.50	4.50	5.00	6.55	7.25	8.35	9.25	10.15	11.25
1.20	1.25	1.45	1.50	0.25	0.25	0.45	0.50	0.45	0.50	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25
2.85	3.00	3.35	3.50	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	1.15	1.25	1.60	1.75	2.05	2.25	2.50	2.75
5.00	5.25	5.95	6.25	0.90	1.00	1.35	1.50	1.80	2.00	1.15	1.25	1.80	2.00	2.70	3.00	3.60	4.00	4.30	4.75
7.15	7.50	8.55	9.00	1.35	1.50	2.25	2.50	2.70	3.00	1.80	2.00	2.70	3.00	4.30	4.75	5.20	5.75	6.30	7.00
1.90	2.00	2.15	2.25	0.45	0.50	0.70	0.75	0.70	0.75	0.45	0.50	0.70	0.75	1.15	1.25	1.35	1.50	1.60	1.75
3.35	3.50	4.75	5.00	0.70	0.75	1.15	1.25	1.35	1.50	0.90	1.00	1.35	1.50	2.05	2.25	2.50	2.75	3.40	3.75
6.20	6.50	7.35	7.75	1.15	1.25	1.80	2.00	2.25	2.50	1.60	1.75	2.25	2.50	3.60	4.00	4.50	5.00	5.40	6.00
1.45	1.50	2.15	2.25	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75
4.05	4.25	5.25	5.50	0.90	1.00	1.35	1.50	1.60	1.75	1.15	1.25	1.60	1.75	2.25	2.50	2.95	3.25	3.85	4.25
2.40	2.50	2.85	3.00	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.35	1.50	1.80	2.00	2.05	2.25

				H.E. Bailey Turnpike															
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
11.90	12.50	14.75	15.50	3.20	3.50	4.55	5.00	5.90	6.50	3.45	3.75	5.00	5.50	7.00	7.75	9.05	10.00	10.80	12.00
2.95	3.25	3.60	4.00	1.15	1.25	1.35	1.50	2.05	2.25	1.15	1.25	1.80	2.00	2.25	2.50	2.95	3.25	3.60	4.00
0.25	0.25	0.45	0.50	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.25	0.45	0.50
4.50	4.75	5.50	5.75	1.15	1.25	1.60	1.75	2.05	2.25	1.15	1.25	1.60	1.75	2.50	2.75	3.15	3.50	3.60	4.00
0.95	1.00	0.95	1.00	0.25	0.25	0.45	0.50	0.45	0.50	0.25	0.25	0.45	0.50	0.45	0.50	0.70	0.75	0.70	0.75
4.45	4.50	4.75	5.75	0.90	1.00	1.60	1.75	1.80	2.00	1.15	1.25	1.60	1.75	2.25	2.50	2.95	3.25	3.60	4.00
1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.35	1.50
1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.35	1.50
1.50	1.60	1.85	1.95	<i>Locations not open to traffic prior to January 1, 2001</i>															
1.50	1.60	1.85	1.95	<i>Locations not open to traffic prior to January 1, 2001</i>															
2.95	3.25	3.60	4.00	<i>Locations not open to traffic prior to January 1, 2001</i>															
1.25	1.30	1.50	1.60	<i>Locations not open to traffic prior to January 1, 2001</i>															
2.95	4.85	3.60	5.95	<i>Locations not open to traffic prior to January 1, 2001</i>															
1.50	1.60	1.85	1.95	<i>Locations not open to traffic prior to January 1, 2001</i>															
1.25	1.30	1.50	1.60	<i>Locations not open to traffic prior to January 1, 2001</i>															
2.95	4.85	3.60	5.95	<i>Locations not open to traffic prior to January 1, 2001</i>															
1.50	1.60	1.85	1.95	<i>Locations not open to traffic prior to January 1, 2001</i>															

(Continued)

Indian Nation Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Henryetta	Hugo	5.30	5.50	6.00	6.50	9.95	10.75	17.30	18.25	21.50	22.50	4.55	4.75	5.40	6.00	8.60	9.50
	State Hwy 9	0.70	0.75	0.90	1.00	1.05	1.25	1.70	1.75	2.30	2.50	0.45	0.50	0.70	0.75	0.90	1.00
	McAlester	1.90	2.00	2.10	2.25	3.40	3.75	6.10	6.50	7.40	7.75	1.65	1.75	1.80	2.00	2.95	3.25
State Hwy 9	McAlester	1.10	1.25	1.15	1.25	1.85	2.00	3.30	3.50	3.90	4.00	0.95	1.00	1.15	1.25	1.60	1.75
US-270-Ulan	McAlester	0.25	0.25	0.45	0.50	0.75	0.75	1.20	1.25	1.70	1.75	0.25	0.25	0.45	0.50	0.70	0.75
McAlester	Daisy	1.70	1.75	1.80	2.00	3.40	3.50	5.40	5.75	6.90	7.25	1.45	1.50	1.80	2.00	2.95	3.25
Daisy	Antlers	1.10	1.25	1.35	1.50	1.55	1.75	2.80	3.00	3.30	3.50	0.95	1.00	1.15	1.25	1.35	1.50
	Hugo	1.70	1.75	2.10	2.25	3.15	3.50	5.80	6.00	7.20	7.50	1.45	1.50	1.80	2.00	2.70	3.00
Antlers	Hugo	0.70	0.75	1.05	1.25	1.35	1.50	2.50	2.50	2.80	3.00	0.45	0.50	0.90	1.00	1.15	1.25

Muskogee Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Tulsa	Webbers Falls	2.80	3.00	3.80	4.00	5.30	5.75	8.90	9.25	9.90	10.50	2.40	2.50	3.15	3.50	4.50	5.00
	SH 51-Coweta	0.95	1.00	1.35	1.50	1.55	1.75	2.50	2.50	2.80	3.00	0.95	1.00	1.35	1.50	1.35	1.50
	Muskogee	1.40	1.50	2.40	2.50	2.90	3.25	5.00	5.25	5.50	5.75	1.20	1.25	2.05	2.25	2.50	2.75
SH 51-Coweta	Muskogee	0.45	0.50	1.05	1.25	1.35	1.50	2.50	2.50	2.80	3.00	0.45	0.50	0.90	1.00	1.15	1.25
US 69-Wagoner	Muskogee	0.45	0.50	0.45	0.50	0.90	1.00	1.40	1.50	1.70	1.75	0.45	0.50	0.45	0.50	0.70	0.75
Muskogee	Webbers Falls	1.40	1.50	1.40	1.50	2.40	2.50	3.90	4.00	4.40	4.75	1.20	1.25	1.20	1.25	2.05	2.25

Cimarron Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Tulsa	I-35	2.85	3.00	3.75	4.00	5.90	6.50	10.80	11.50	12.90	13.50	2.35	2.50	3.15	3.50	5.40	6.00
	US 177	2.05	2.25	2.70	3.00	4.40	4.75	8.20	8.75	9.30	9.75	1.65	1.75	2.25	2.50	4.05	4.50
	Morrison	1.65	1.75	2.05	2.25	3.45	3.75	6.15	6.50	7.60	8.00	1.15	1.25	1.60	1.75	3.15	3.50
	Stillwater	1.40	1.50	2.25	2.50	3.65	4.00	6.85	7.25	8.10	8.50	1.15	1.25	2.05	2.25	3.60	4.00
	State Hwy 18	0.95	1.00	1.35	1.50	2.50	2.75	4.70	5.00	5.70	6.00	0.70	0.75	1.15	1.25	2.50	2.75
	SH 99-Hallett	0.45	0.50	0.75	0.75	1.05	1.25	1.70	1.75	2.20	2.25	0.45	0.50	0.70	0.75	0.90	1.00
	State Hwy 18	0.45	0.50	0.75	0.75	1.05	1.25	1.70	1.75	2.20	2.25	0.45	0.50	0.70	0.75	0.90	1.00
State Hwy 18	I-35	1.90	2.00	2.40	2.50	3.40	3.75	6.10	6.50	7.20	7.50	1.65	1.75	2.05	2.25	2.95	3.25
	US 177	1.10	1.25	1.35	1.50	1.90	2.00	3.50	3.75	3.60	3.75	0.95	1.00	1.15	1.25	1.60	1.75
	Morrison	0.70	0.75	0.70	0.75	0.95	1.00	1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75
	Stillwater	0.45	0.50	0.90	1.00	1.15	1.25	2.15	2.25	2.40	2.50	0.45	0.50	0.90	1.00	1.15	1.25
US 177	I-35	0.90	1.00	0.90	1.00	1.35	1.50	2.60	2.75	3.30	3.50	0.95	1.00	0.90	1.00	1.35	1.50

John Kilpatrick Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
I-35	Eastern	0.30	0.35	0.45	0.60	0.65	0.85	1.00	1.50	1.20	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	US 77-Brdwy Ext	0.45	0.60	0.65	0.85	0.95	1.15	1.60	1.85	1.95	2.25	0.40	0.50	0.55	0.75	0.80	1.00
	Western	0.60	1.15	0.85	1.70	1.20	2.30	1.95	3.95	2.40	4.75	0.50	1.00	0.75	1.45	1.05	2.00
	Pennsylvania	0.70	1.15	1.00	1.70	1.40	2.30	2.30	3.95	2.80	4.75	0.60	1.00	0.85	1.45	1.20	2.00
	May	0.75	1.15	1.20	1.70	1.70	2.30	2.60	3.95	3.20	4.75	0.65	1.00	1.05	1.45	1.45	2.00
	LHP-Portland	0.95	1.15	1.40	1.70	1.85	2.30	3.25	3.95	3.95	4.75	0.80	1.00	1.20	1.45	1.60	2.00
	Meridian	1.05	1.15	1.45	1.70	2.05	2.30	3.60	3.95	4.35	4.75	0.90	1.00	1.25	1.45	1.75	2.00
	MacArthur	1.10	1.15	1.55	1.70	2.20	2.30	3.85	3.95	4.50	4.75	0.95	1.00	1.35	1.45	1.90	2.00
	Rockwell	1.20	1.50	2.05	2.40	2.85	3.35	3.90	5.45	5.15	6.60	1.05	1.30	1.75	2.05	2.45	2.90
	SH 3-NW Exp	1.55	1.75	2.30	2.55	3.20	3.45	5.20	5.80	6.30	7.00	1.35	1.50	2.00	2.20	2.75	3.00
	Wilshire	1.75	2.30	2.45	3.20	3.30	4.60	5.85	7.90	7.20	9.50	1.50	2.00	2.10	2.75	2.85	4.00
	SH 66-39 Exp	1.90	2.30	2.50	3.20	3.50	4.60	6.50	7.90	7.90	9.50	1.65	2.00	2.15	2.75	3.00	4.00
	NW 10th	2.10	2.30	2.75	3.20	3.85	4.60	7.20	7.90	8.65	9.50	1.80	2.00	2.35	2.75	3.30	4.00
	I-40	2.20	2.30	2.85	3.20	4.00	4.60	7.50	7.90	9.05	9.50	1.90	2.00	2.45	2.75	3.45	4.00

Indian Nation Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
15.25	16.00	18.55	19.50	3.65	4.00	4.75	5.25	6.35	7.00	3.65	4.00	5.40	6.00	8.60	9.50	11.05	12.25	13.55	15.00
1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.35	1.50
5.25	5.50	6.40	6.75	1.35	1.50	1.80	2.00	2.25	2.50	1.35	1.50	1.80	2.00	2.95	3.25	3.85	4.25	4.75	5.25
2.85	3.00	3.35	3.50	0.70	0.75	1.15	1.25	1.35	1.50	0.90	1.00	1.15	1.25	1.60	1.75	2.05	2.25	2.50	2.75
1.20	1.25	1.45	1.50	0.25	0.25	0.45	0.50	0.45	0.50	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25
5.00	5.25	5.95	6.25	1.15	1.25	1.35	1.50	2.05	2.25	1.15	1.25	1.80	2.00	2.95	3.25	3.60	4.00	4.30	4.75
2.40	2.50	2.85	3.00	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	1.15	1.25	1.35	1.50	1.80	2.00	2.05	2.25
5.00	5.25	6.20	6.50	1.15	1.25	1.60	1.75	2.05	2.25	1.15	1.25	1.80	2.00	2.70	3.00	3.60	4.00	4.50	5.00
2.15	2.25	2.40	2.50	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75	1.80	2.00

Muskogee Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
7.60	8.00	8.60	9.00	2.05	2.25	2.95	3.25	3.60	4.00	2.25	2.50	3.20	3.50	4.55	5.00	5.65	6.25	6.30	7.00
2.15	2.25	2.40	2.50	0.70	0.75	1.15	1.25	1.35	1.50	1.15	1.25	1.35	1.50	1.35	1.50	1.60	1.75	1.80	2.00
4.30	4.50	4.75	5.00	1.15	1.25	1.80	2.00	2.25	2.50	1.35	1.50	2.05	2.25	2.50	2.75	3.15	3.50	3.60	4.00
2.15	2.25	2.40	2.50	0.45	0.50	0.70	0.75	0.90	1.00	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75	1.80	2.00
1.20	1.25	1.45	1.50	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25
3.35	3.50	3.80	4.00	0.90	1.00	1.15	1.25	1.35	1.50	0.90	1.00	1.15	1.25	2.05	2.25	2.50	2.75	2.70	3.00

Cimarron Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
9.55	10.00	11.45	12.00	2.05	2.25	2.95	3.25	3.65	4.00	2.30	2.50	3.20	3.50	5.45	6.00	7.00	7.75	8.35	9.25
7.15	7.50	8.10	8.50	1.35	1.50	2.05	2.25	2.50	2.75	1.60	1.75	2.25	2.50	4.05	4.50	5.20	5.75	6.10	6.75
5.45	5.75	6.65	7.00	1.15	1.25	1.60	1.75	2.05	2.25	1.35	1.50	1.60	1.75	3.15	3.50	4.05	4.50	4.95	5.50
6.40	6.75	7.60	8.00	1.15	1.25	1.60	1.75	2.05	2.25	1.60	1.75	2.05	2.25	3.60	4.00	4.75	5.25	5.65	6.25
4.30	4.50	5.25	5.50	0.70	0.75	1.15	1.25	1.35	1.50	0.90	1.00	1.15	1.25	2.50	2.75	3.15	3.50	3.85	4.25
1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.35	1.50
1.45	1.50	1.90	2.00	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25	1.35	1.50
5.25	5.50	6.20	6.50	1.35	1.50	1.80	2.00	2.25	2.50	1.35	1.50	2.05	2.25	2.95	3.25	3.85	4.25	4.50	5.00
2.85	3.00	3.10	3.25	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	1.15	1.25	1.60	1.75	2.05	2.25	2.25	2.50
1.20	1.25	1.45	1.50	0.45	0.50	0.45	0.50	0.70	0.75	0.45	0.50	0.45	0.50	0.70	0.75	0.90	1.00	1.15	1.25
2.15	2.25	2.40	2.50	0.45	0.50	0.45	0.50	0.70	0.75	0.70	0.75	0.90	1.00	1.15	1.25	1.60	1.75	1.80	2.00
2.40	2.50	3.10	3.25	0.70	0.75	0.90	1.00	1.15	1.25	0.70	0.75	0.90	1.00	1.35	1.50	1.80	2.00	2.25	2.50

John Kilpatrick Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.85	1.30	1.05	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.40	1.60	1.70	1.95	0.35	0.50	0.45	0.50	0.65	0.75	0.45	0.50	0.55	0.75	0.80	1.00	1.00	1.25	1.25	1.50
1.70	3.40	2.05	4.10	0.45	0.80	0.60	1.05	0.90	1.55	0.60	1.05	0.75	1.30	1.05	1.80	1.35	2.35	1.65	2.85
2.00	3.40	2.40	4.10	0.55	0.80	0.70	1.05	1.05	1.55	0.70	1.05	0.85	1.30	1.20	1.80	1.55	2.35	1.90	2.85
2.25	3.40	2.75	4.10	0.65	0.80	0.85	1.05	1.25	1.55	0.85	1.05	1.05	1.30	1.45	1.80	1.90	2.35	2.30	2.85
2.80	3.40	3.40	4.10	0.70	0.80	0.95	1.05	1.40	1.55	0.95	1.05	1.20	1.30	1.60	1.80	2.10	2.35	2.55	2.85
3.10	3.40	3.75	4.10																
3.30	3.40	3.90	4.10																
3.35	4.70	4.45	5.70																
4.50	5.00	5.45	6.05																
5.05	6.80	6.20	8.20																
5.60	6.80	6.80	8.20																
6.20	6.80	7.45	8.20																
6.45	6.80	7.80	8.20																

Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.

(Continued)

John Kilpatrick Turnpike (Continued)																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Eastern	US 77-Brdway Ext	0.30	0.60	0.45	0.85	0.65	1.15	0.85	1.85	1.05	2.25	0.25	0.50	0.40	0.75	0.55	1.00
	Western	0.30	1.15	0.45	1.70	0.65	2.30	1.00	3.95	1.05	4.75	0.25	1.00	0.40	1.45	0.55	2.00
	Pennsylvania	0.40	1.15	0.60	1.70	0.80	2.30	1.35	3.95	1.60	4.75	0.35	1.00	0.50	1.45	0.70	2.00
	May	0.60	1.15	0.80	1.70	1.10	2.30	1.95	3.95	2.40	4.75	0.50	1.00	0.70	1.45	0.95	2.00
	LHP-Portland	0.70	1.15	0.95	1.70	1.30	2.30	2.30	3.95	2.80	4.75	0.60	1.00	0.80	1.45	1.10	2.00
	Meridian	0.75	1.15	1.05	1.70	1.45	2.30	2.60	3.95	3.15	4.75	0.65	1.00	0.90	1.45	1.25	2.00
	MacArthur	0.85	1.15	1.15	1.70	1.60	2.30	2.90	3.95	3.55	4.75	0.75	1.00	1.00	1.45	1.40	2.00
	Rockwell	1.00	1.50	1.60	2.40	2.25	3.35	3.25	5.45	3.95	6.60	0.85	1.30	1.40	2.05	1.95	2.90
	SH 3-NW Exp	1.20	1.75	1.90	2.55	2.60	3.45	4.25	5.80	5.10	7.00	1.05	1.50	1.65	2.20	2.25	3.00
	Wilshire	1.40	2.30	2.05	3.20	2.80	4.60	4.85	7.90	5.90	9.50	1.20	2.00	1.75	2.75	2.40	4.00
	SH 66-39th Exp	1.60	2.30	2.15	3.20	2.95	4.60	5.50	7.90	6.75	9.50	1.40	2.00	1.85	2.75	2.55	4.00
	NW 10th	1.85	2.30	2.40	3.20	3.30	4.60	6.20	7.90	7.50	9.50	1.60	2.00	2.05	2.75	2.85	4.00
I-40	1.90	2.30	2.50	3.20	3.50	4.60	6.50	7.90	7.90	9.50	1.65	2.00	2.15	2.75	3.00	4.00	
US 77-Brdway Ext	Western	0.30	1.15	0.45	1.70	0.65	2.30	0.85	3.95	1.05	4.75	0.25	1.00	0.40	1.45	0.55	2.00
	Pennsylvania	0.30	1.15	0.45	1.70	0.65	2.30	0.85	3.95	1.05	4.75	0.25	1.00	0.40	1.45	0.55	2.00
	May	0.40	1.15	0.60	1.70	0.80	2.30	1.35	3.95	1.60	4.75	0.35	1.00	0.50	1.45	0.70	2.00
	LHP-Portland	0.45	1.15	0.70	1.70	1.00	2.30	1.60	3.95	1.95	4.75	0.40	1.00	0.60	1.45	0.85	2.00
	Meridian	0.60	1.15	0.80	1.70	1.15	2.30	1.95	3.95	2.40	4.75	0.50	1.00	0.70	1.45	1.00	2.00
	MacArthur	0.70	1.15	0.95	1.70	1.35	2.30	2.30	3.95	2.80	4.75	0.60	1.00	0.80	1.45	1.15	2.00
	Rockwell	0.85	1.50	1.40	2.40	1.95	3.35	2.75	5.45	3.20	6.60	0.75	1.30	1.20	2.05	1.70	2.90
	SH 3-NW Exp	1.05	1.75	1.70	2.55	2.30	3.45	3.55	5.80	4.35	7.00	0.90	1.50	1.45	2.20	2.00	3.00
	Wilshire	1.10	2.30	1.80	3.20	2.50	4.60	4.40	7.90	4.60	9.50	0.95	2.00	1.55	2.75	2.15	4.00
	SH 66-39th Exp	1.45	2.30	1.85	3.20	2.60	4.60	5.10	7.90	5.90	9.50	1.25	2.00	1.60	2.75	2.25	4.00
	NW 10th	1.60	2.30	2.15	3.20	2.95	4.60	5.50	7.90	6.65	9.50	1.40	2.00	1.85	2.75	2.55	4.00
	I-40	1.75	2.30	2.25	3.20	3.15	4.60	5.85	7.90	7.10	9.50	1.50	2.00	1.95	2.75	2.70	4.00
Western	Pennsylvania	0.30	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	May	0.30	0.35	0.45	0.60	0.65	0.85	1.00	1.50	1.20	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	LHP-Portland	0.30	0.35	0.50	0.60	0.70	0.85	1.35	1.50	1.40	1.85	0.25	0.30	0.45	0.50	0.60	0.75
	Meridian	0.30	0.35	0.50	0.60	0.70	0.85	1.45	1.50	1.45	1.85	0.25	0.30	0.45	0.50	0.60	0.75
	MacArthur	0.30	0.35	0.50	0.60	0.70	0.85	1.45	1.50	1.50	1.85	0.25	0.30	0.45	0.50	0.60	0.75
	Rockwell	0.60	0.70	1.00	1.30	1.35	1.90	2.30	3.00	2.80	3.70	0.50	0.60	0.85	1.10	1.15	1.65
	SH 3-NW Exp	0.75	0.95	1.30	1.45	1.70	2.00	3.25	3.35	3.90	4.10	0.65	0.80	1.10	1.25	1.45	1.75
	Wilshire	1.05	1.50	1.50	2.10	2.05	3.15	3.95	5.45	4.40	6.60	0.90	1.30	1.30	1.80	1.75	2.75
	SH 66-39th Exp	1.35	1.50	1.75	2.10	2.45	3.15	4.60	5.45	5.50	6.60	1.15	1.30	1.50	1.80	2.10	2.75
	NW 10th	1.40	1.50	1.80	2.10	2.60	3.15	5.15	5.45	6.25	6.60	1.20	1.30	1.55	1.80	2.25	2.75
I-40	1.45	1.50	1.85	2.10	2.65	3.15	5.20	5.45	6.30	6.60	1.25	1.30	1.60	1.80	2.30	2.75	
Pennsylvania	May	0.30	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	LHP-Portland	0.30	0.35	0.45	0.60	0.65	0.85	1.00	1.50	1.20	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	Meridian	0.30	0.35	0.45	0.60	0.65	0.85	1.35	1.50	1.45	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	MacArthur	0.30	0.35	0.45	0.60	0.65	0.85	1.45	1.50	1.45	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	Rockwell	0.60	0.70	0.95	1.30	1.30	1.90	1.95	3.00	2.40	3.70	0.50	0.60	0.80	1.10	1.10	1.65
	SH 3-NW Exp	0.75	0.95	1.20	1.45	1.60	2.00	2.90	3.35	3.55	4.10	0.65	0.80	1.05	1.25	1.40	1.75
	Wilshire	1.05	1.50	1.45	2.10	1.85	3.15	3.60	5.45	4.30	6.60	0.90	1.30	1.25	1.80	1.60	2.75
	SH 66-39th Exp	1.20	1.50	1.60	2.10	2.25	3.15	4.25	5.45	5.10	6.60	1.05	1.30	1.40	1.80	1.95	2.75
	NW 10th	1.40	1.50	1.85	2.10	2.60	3.15	4.85	5.45	5.90	6.60	1.20	1.30	1.60	1.80	2.25	2.75
I-40	1.45	1.50	1.85	2.10	2.65	3.15	5.15	5.45	6.30	6.60	1.25	1.30	1.65	1.80	2.30	2.75	

John Kilpatrick Turnpike (Continued)

January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.75	1.60	0.90	1.95	0.25	0.50	0.35	0.50	0.45	0.75	0.30	0.50	0.40	0.75	0.55	1.00	0.75	1.25	0.90	1.50
0.85	3.40	0.90	4.10	0.25	0.80	0.35	1.05	0.45	1.55	0.30	1.05	0.40	1.30	0.55	1.80	0.75	2.35	0.90	2.85
1.15	3.40	1.40	4.10	0.30	0.80	0.40	1.05	0.60	1.55	0.40	1.05	0.50	1.30	0.70	1.80	0.90	2.35	1.10	2.85
1.70	3.40	2.05	4.10	0.40	0.80	0.55	1.05	0.80	1.55	0.55	1.05	0.70	1.30	0.95	1.80	1.25	2.35	1.50	2.85
2.00	3.40	2.40	4.10	0.50	0.80	0.65	1.05	0.95	1.55	0.65	1.05	0.80	1.30	1.10	1.80	1.45	2.35	1.75	2.85
2.25	3.40	2.70	4.10	0.55	0.90	0.75	1.15	1.10	1.70	0.75	1.15	0.90	1.45	1.25	2.00	1.70	2.60	2.00	3.15
2.50	3.40	3.05	4.10	0.60	0.90	0.85	1.15	1.25	1.70	0.85	1.15	1.00	1.45	1.40	2.00	1.90	2.60	2.25	3.15
2.80	4.70	3.40	5.70	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.</i>															
3.65	5.00	4.40	6.05																
4.20	6.80	5.10	8.20																
4.75	6.80	5.80	8.20																
5.35	6.80	6.45	8.20																
5.60	6.80	6.80	8.20																
0.75	3.40	0.90	4.10																
0.75	3.40	0.90	4.10	0.25	0.80	0.35	1.05	0.45	1.55	0.30	1.05	0.40	1.30	0.55	1.80	0.75	2.35	0.90	2.85
1.15	3.40	1.40	4.10	0.30	0.80	0.40	1.05	0.60	1.55	0.40	1.05	0.50	1.30	0.70	1.80	0.90	2.35	1.10	2.85
1.40	3.40	1.70	4.10	0.40	0.80	0.50	1.05	0.75	1.55	0.50	1.05	0.60	1.30	0.85	1.80	1.15	2.35	1.35	2.85
1.70	3.40	2.05	4.10	0.45	0.90	0.60	1.15	0.90	1.70	0.60	1.15	0.70	1.45	1.00	2.00	1.40	2.60	1.60	3.15
2.00	3.40	2.40	4.10	0.50	0.90	0.70	1.15	1.05	1.70	0.70	1.15	0.80	1.45	1.15	2.00	1.60	2.60	1.85	3.15
2.35	4.70	2.75	5.70	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.</i>															
3.05	5.00	3.75	6.05																
3.80	6.80	3.95	8.20																
4.40	6.80	5.10	8.20																
4.75	6.80	5.75	8.20																
5.05	6.80	6.10	8.20																
0.75	1.30	0.90	1.60																
0.85	1.30	1.05	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.15	1.30	1.20	1.60	0.25	0.25	0.35	0.50	0.50	0.50	0.35	0.50	0.45	0.50	0.60	0.75	0.80	1.00	0.95	1.25
1.25	1.30	1.20	1.60	0.25	0.25	0.35	0.50	0.50	0.50	0.35	0.50	0.45	0.50	0.60	0.75	0.80	1.00	0.95	1.25
1.25	1.30	1.20	1.60	0.25	0.25	0.35	0.50	0.50	0.50	0.35	0.50	0.45	0.50	0.60	0.75	0.80	1.00	0.95	1.25
2.00	2.60	2.40	3.20	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.</i>															
2.80	2.90	3.35	3.55																
3.40	4.70	3.80	5.70																
3.95	4.70	4.75	5.70																
4.45	4.70	5.40	5.70																
4.50	4.70	5.45	5.70																
0.75	1.30	0.90	1.60																
0.85	1.30	1.05	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.15	1.30	1.35	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.25	1.30	1.50	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.70	2.60	2.05	3.20	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.</i>															
2.50	2.90	3.05	3.55																
3.10	4.70	3.70	5.70																
3.65	4.70	4.40	5.70																
4.20	4.70	5.10	5.70																
4.45	4.70	5.45	5.70																

(Continued)

John Kilpatrick Turnpike (Continued)																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
LHP-Portland	Meridian	0.30	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	MacArthur	0.30	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	Rockwell	0.60	0.70	0.95	1.30	1.30	1.90	1.75	3.00	2.10	3.70	0.50	0.60	0.80	1.10	1.10	1.65
	SH 3-NW Exp	0.75	0.95	1.20	1.45	1.60	2.00	2.15	3.35	2.55	4.10	0.65	0.80	1.05	1.25	1.40	1.75
	Wilshire	0.95	1.50	1.30	2.10	1.70	3.15	2.90	5.45	3.25	6.60	0.80	1.30	1.10	1.80	1.45	2.75
	SH 66-39th Exp	1.00	1.50	1.35	2.10	1.75	3.15	3.25	5.45	3.95	6.60	0.85	1.30	1.15	1.80	1.50	2.75
	NW 10th	1.15	1.50	1.50	2.10	2.10	3.15	3.95	5.45	4.75	6.60	1.00	1.30	1.30	1.80	1.80	2.75
I-40	1.20	1.50	1.60	2.10	2.25	3.15	4.25	5.45	5.15	6.60	1.05	1.30	1.40	1.80	1.95	2.75	
MacArthur	Rockwell	0.30	0.35	0.45	0.70	0.65	1.05	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.60	0.55	0.90
	SH 3-NW Exp	0.45	0.60	0.75	0.85	1.00	1.15	1.75	1.85	2.15	2.25	0.40	0.50	0.65	0.75	0.85	1.00
	Wilshire	0.80	1.15	1.00	1.50	1.45	2.30	2.65	3.95	3.00	4.75	0.70	1.00	0.85	1.30	1.25	2.00
	SH 66-39th Exp	1.00	1.15	1.30	1.50	1.75	2.30	3.25	3.95	3.95	4.75	0.85	1.00	1.10	1.30	1.50	2.00
	NW 10th	1.05	1.15	1.40	1.50	1.95	2.30	3.75	3.95	4.50	4.75	0.90	1.00	1.20	1.30	1.70	2.00
I-40	1.10	1.15	1.45	1.50	2.05	2.30	3.85	3.95	4.50	4.75	0.95	1.00	1.25	1.30	1.75	2.00	
Rockwell	SH 3-NW Exp	0.45	0.60	0.60	0.85	0.80	1.15	1.60	1.85	1.95	2.25	0.40	0.50	0.50	0.75	0.70	1.00
	Wilshire	0.75	1.15	0.85	1.50	1.30	2.30	2.50	3.95	2.65	4.75	0.65	1.00	0.75	1.30	1.10	2.00
	SH 66-39th Exp	0.85	1.15	1.10	1.50	1.55	2.30	2.95	3.95	3.55	4.75	0.75	1.00	0.95	1.30	1.35	2.00
	NW 10th	1.05	1.15	1.40	1.50	1.90	2.30	3.60	3.95	4.35	4.75	0.90	1.00	1.20	1.30	1.65	2.00
I-40	1.10	1.15	1.45	1.50	2.05	2.30	3.75	3.95	4.50	4.75	0.95	1.00	1.25	1.30	1.75	2.00	
Council	SH 3-NW Exp	0.30	0.60	0.45	0.85	0.65	1.15	0.75	1.85	0.95	2.25	0.25	0.50	0.40	0.75	0.55	1.00
	Wilshire	0.50	1.15	0.65	1.50	0.85	2.30	1.40	3.95	1.70	4.75	0.45	1.00	0.55	1.30	0.75	2.00
	SH 66-39th Exp	0.75	1.15	0.75	1.50	1.05	2.30	1.95	3.95	2.40	4.75	0.65	1.00	0.65	1.30	0.90	2.00
	NW 10th	0.80	1.15	1.00	1.50	1.40	2.30	2.60	3.95	3.20	4.75	0.70	1.00	0.85	1.30	1.20	2.00
I-40	0.85	1.15	1.15	1.50	1.55	2.30	2.90	3.95	3.55	4.75	0.75	1.00	1.00	1.30	1.35	2.00	
SH 3-NW Exp	Wilshire	0.30	1.15	0.40	1.50	0.60	2.30	1.15	3.95	1.15	4.75	0.25	1.00	0.35	1.30	0.50	2.00
	SH 66-39th Exp	0.40	1.15	0.50	1.50	0.70	2.30	1.35	3.95	1.60	4.75	0.35	1.00	0.45	1.30	0.60	2.00
	NW 10th	0.60	1.15	0.75	1.50	1.05	2.30	1.95	3.95	2.40	4.75	0.50	1.00	0.65	1.30	0.90	2.00
	I-40	0.65	1.15	0.85	1.50	1.20	2.30	2.25	3.95	2.80	4.75	0.55	1.00	0.75	1.30	1.05	2.00
Wilshire	SH 66-39th Exp	0.30	0.60	0.35	1.00	0.45	1.45	0.85	2.55	1.05	3.15	0.25	0.50	0.30	0.85	0.40	1.25
	NW 10th	0.45	0.60	0.60	1.00	0.80	1.45	1.50	2.55	1.85	3.15	0.40	0.50	0.50	0.85	0.70	1.25
	I-40	0.50	0.60	0.75	1.00	1.00	1.45	1.85	2.55	2.25	3.15	0.45	0.50	0.65	0.85	0.85	1.25
SH 66-39th Exp	NW 10th	0.30	0.35	0.50	0.60	0.65	0.85	0.70	1.50	0.80	1.85	0.25	0.30	0.45	0.50	0.55	0.75
	I-40	0.30	0.35	0.50	0.60	0.65	0.85	1.00	1.50	1.20	1.85	0.25	0.30	0.45	0.50	0.55	0.75

Cherokee Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Flint Creek	SH 10-Kansas	0.25	0.25	0.45	0.50	0.70	1.25	1.30	1.75	1.50	2.25	0.25	0.25	0.45	0.50	0.60	1.00
	ALT 412-Leach	1.20	2.50	1.75	3.75	2.40	5.25	4.00	8.75	4.80	10.50	1.05	2.25	1.50	3.25	2.05	4.50
	State Hwy 82	2.10	2.50	2.90	3.75	4.00	5.25	7.00	8.75	8.40	10.50	1.80	2.25	2.50	3.25	3.45	4.50
	US 69	2.40	2.50	3.40	3.75	4.70	5.25	8.30	8.75	9.90	10.50	2.15	2.25	2.95	3.25	4.05	4.50
SH 10-Kansas	ALT 412-Leach	0.85	2.50	1.20	3.75	1.70	5.25	3.00	8.75	3.60	10.50	0.75	2.25	1.05	3.25	1.45	4.50
	State Hwy 82	1.75	2.50	1.75	3.75	3.25	5.25	5.75	8.75	6.90	10.50	1.50	2.25	1.50	3.25	2.80	4.50
	US 69	2.10	2.50	2.90	3.75	4.05	5.25	7.00	8.75	8.40	10.50	1.80	2.25	2.50	3.25	3.50	4.50
ALT 412-Leach	State Hwy 82	0.80	1.50	1.15	2.00	1.60	2.50	2.80	4.00	3.30	5.00	0.70	1.25	1.00	1.75	1.40	2.25
	US 69	1.30	1.50	1.75	2.00	2.40	2.50	3.90	4.00	4.70	5.00	1.10	1.25	1.50	1.75	2.05	2.25
State Hwy 82	US 69	0.25	0.25	0.45	0.50	0.80	1.25	1.30	1.50	1.50	1.75	0.25	0.25	0.45	0.50	0.70	1.00

John Kilpatrick Turnpike (Continued)

January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.75	1.30	0.90	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
0.75	1.30	0.90	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.50	2.60	1.80	3.20																
1.85	2.90	2.20	3.55																
2.50	4.70	2.80	5.70																
2.80	4.70	3.40	5.70																
3.40	4.70	4.10	5.70																
3.65	4.70	4.45	5.70																
0.75	1.30	0.90	1.60																
1.50	1.60	1.85	1.95																
2.30	3.40	2.60	4.10																
2.75	3.40	3.40	4.10																
3.25	3.40	3.90	4.10																
3.30	3.40	3.90	4.10																
1.40	1.60	1.70	1.95																
2.15	3.40	2.30	4.10																
2.55	3.40	3.05	4.10																
3.10	3.40	3.75	4.10																
3.25	3.40	3.90	4.10																
0.65	1.60	0.80	1.95																
1.20	3.40	1.45	4.10																
1.70	3.40	2.05	4.10																
2.25	3.40	2.75	4.10																
2.50	3.40	3.05	4.10																
1.00	3.40	1.00	4.10																
1.15	3.40	1.40	4.10																
1.70	3.40	2.05	4.10																
1.95	3.40	2.40	4.10																
0.75	2.20	0.90	2.70																
1.30	2.20	1.60	2.70																
1.60	2.20	1.95	2.70																
0.60	1.30	0.70	1.60																
0.85	1.30	1.05	1.60																

Varying interim rates were charged for sections of the roadway as they were opened to traffic. Effective rates for the entire turnpike were established once construction was finalized.

Cherokee Turnpike

January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
1.10	1.50	1.30	2.00	0.25	0.25	0.40	0.50	0.50	0.50	0.30	0.50	0.45	0.50	0.60	1.00	0.80	1.25	0.95	1.50
3.45	7.50	4.15	9.00	0.90	2.00	1.35	3.00	1.70	3.75	0.90	2.00	1.50	3.25	2.05	4.50	2.60	5.75	3.20	7.00
6.05	7.50	7.25	9.00	1.50	2.00	2.30	3.00	2.85	3.75	1.55	2.00	2.50	3.25	3.45	4.50	4.40	5.75	5.35	7.00
7.15	7.50	8.55	9.00	1.80	2.00	2.75	3.00	3.40	3.75	1.80	2.00	2.95	3.25	4.05	4.50	5.25	5.75	6.30	7.00
2.60	7.50	3.10	9.00	0.65	2.00	0.95	3.00	1.20	3.75	0.65	2.00	1.05	3.25	1.45	4.50	1.85	5.75	2.25	7.00
4.95	7.50	5.95	9.00	1.25	2.00	1.90	3.00	2.35	3.75	1.25	2.00	2.05	3.25	2.80	4.50	3.60	5.75	4.40	7.00
6.05	7.50	7.25	9.00	1.55	2.00	2.35	3.00	2.90	3.75	1.55	2.00	2.50	3.25	3.50	4.50	4.45	5.75	5.45	7.00
2.40	3.50	2.85	4.25	0.60	1.00	0.90	1.50	1.15	1.75	0.60	1.25	1.00	1.75	1.40	2.25	1.75	2.75	2.15	3.25
3.35	3.50	4.05	4.25	0.90	1.00	1.35	1.50	1.70	1.75	0.90	1.25	1.50	1.75	2.05	2.25	2.65	2.75	3.20	3.25
1.10	1.25	1.30	1.50	0.25	0.25	0.45	0.50	0.50	0.50	0.30	0.50	0.50	0.50	0.70	1.00	0.85	1.00	1.05	1.25

(Continued)

Chickasaw Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	CASH	
SH 1-Roff	US 177-Sulphur	0.55	0.65	0.70	0.75	1.15	1.50	1.90	2.50	2.05	2.50	.45	.55	.65	.75	1.00	1.25
	State Hwy 7	0.55	0.65	0.70	0.75	1.15	1.50	1.90	2.50	2.05	2.50	.50	.55	.70	.75	1.15	1.25

Creek Turnpike																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	CASH	
412-Admiral	11th Street	0.30	0.35	0.30	0.60	0.30	0.85	0.45	1.50	0.50	1.85	0.25	0.30	0.25	0.50	0.25	0.75
	31st Street	0.30	0.35	0.50	0.60	0.70	0.85	1.05	1.50	1.45	1.85	0.25	0.30	0.45	0.50	0.60	0.75
	51st-Omaha	0.65	0.85	0.75	1.20	1.05	1.50	1.60	2.60	2.20	3.50	0.55	0.75	0.65	1.05	0.90	1.30
	Kenosha-71st	0.75	0.85	1.00	1.20	1.30	1.50	2.20	2.60	2.95	3.50	0.65	0.75	0.85	1.05	1.10	1.30
	Muskogee Turnpike	0.80	0.85	1.15	1.20	1.45	1.50	2.50	2.60	3.30	3.50	0.70	0.75	1.00	1.05	1.25	1.30
	BA Expwy-SH 51	1.10	1.20	1.45	1.80	1.75	2.35	2.95	4.10	3.85	5.35	0.95	1.05	1.25	1.55	1.50	2.05
	101st-New Orleans	1.10	1.20	1.70	1.80	2.25	2.35	3.95	4.10	5.05	5.35	0.95	1.05	1.45	1.55	1.95	2.05
	193rd-County Line Rd	1.20	1.30	1.85	1.95	2.45	2.55	4.20	4.40	5.45	5.75	1.05	1.15	1.60	1.70	2.10	2.20
	161st-Elm	1.35	1.45	2.05	2.15	2.55	2.65	4.50	4.75	5.85	6.15	1.15	1.25	1.75	1.85	2.20	2.30
	129th-Olive	1.45	1.55	2.20	2.30	2.65	2.85	4.80	5.05	6.20	6.55	1.25	1.35	1.90	2.00	2.30	2.45
	Broken Arrow ML	1.60	1.70	2.30	2.40	2.90	3.00	5.00	5.20	6.60	7.00	1.40	1.50	2.00	2.10	2.50	2.60
	Yale	1.90	2.05	2.75	3.00	3.55	3.85	6.45	6.70	8.40	8.85	1.65	1.80	2.40	2.60	3.05	3.35
	Riverside Pkwy	1.90	2.05	2.80	3.00	3.55	3.85	6.45	6.70	8.40	8.85	1.65	1.80	2.45	2.60	3.05	3.35
	Peoria-Elm	2.25	2.40	3.05	3.55	3.85	4.45	7.15	7.45	9.10	9.60	1.95	2.10	2.65	3.10	3.30	3.85
	US 75-Glenpool	2.30	2.45	3.40	3.60	4.25	4.50	7.20	7.50	9.15	9.65	2.00	2.15	2.95	3.15	3.65	3.90
	S 49th West Ave	2.60	2.80	3.90	4.20	5.10	5.35	8.55	9.00	10.65	11.50	2.30	2.45	3.45	3.65	4.45	4.65
	SH 66-Sapulpa	2.60	2.80	3.90	4.20	5.10	5.35	8.55	9.00	10.65	11.50	2.30	2.45	3.45	3.65	4.45	4.65
11th Street	31st Street	0.30	0.35	0.45	0.60	0.60	0.85	0.85	1.50	0.95	1.85	0.25	0.30	0.40	0.50	0.50	0.75
	51st-Omaha	0.60	0.85	0.80	1.20	0.85	1.50	1.35	2.60	1.85	3.50	0.50	0.75	0.70	1.05	0.75	1.30
	Kenosha-71st	0.65	0.85	0.95	1.20	1.10	1.50	1.90	2.60	2.60	3.50	0.55	0.75	0.80	1.05	0.95	1.30
	Muskogee Turnpike	0.70	0.85	1.05	1.20	1.30	1.50	2.20	2.60	2.95	3.50	0.60	0.75	0.90	1.05	1.10	1.30
	BA Expwy-SH 51	1.00	1.20	1.35	1.80	1.55	2.35	2.65	4.10	3.50	5.35	0.85	1.05	1.15	1.55	1.35	2.05
	101st-New Orleans	1.00	1.20	1.55	1.80	2.10	2.35	3.65	4.10	4.70	5.35	0.85	1.05	1.35	1.55	1.80	2.05
	193rd-County Line Rd	1.10	1.30	1.75	1.95	2.25	2.55	3.90	4.40	5.10	5.75	0.95	1.15	1.50	1.70	1.95	2.20
	161st-Elm	1.20	1.45	1.90	2.15	2.40	2.65	4.25	4.75	5.50	6.15	1.05	1.25	1.65	1.85	2.05	2.30
	129th-Olive	1.35	1.55	2.10	2.30	2.50	2.85	4.50	5.05	5.85	6.55	1.15	1.35	1.80	2.00	2.15	2.45
	Broken Arrow ML	1.50	1.70	2.20	2.40	2.75	3.00	4.70	5.20	6.25	7.00	1.30	1.50	1.90	2.10	2.35	2.60
	Yale	1.80	2.05	2.65	3.00	3.40	3.85	6.15	6.70	8.05	8.85	1.55	1.80	2.30	2.60	2.90	3.35
	Riverside Pkwy	1.80	2.05	2.70	3.00	3.40	3.85	6.15	6.70	8.05	8.85	1.55	1.80	2.35	2.60	2.90	3.35
	Peoria-Elm	2.15	2.40	2.95	3.55	3.70	4.45	6.85	7.45	8.75	9.60	1.85	2.10	2.55	3.10	3.15	3.85
US 75-Glenpool	2.20	2.45	3.30	3.60	4.10	4.50	6.90	7.50	8.80	9.65	1.90	2.15	2.85	3.15	3.50	3.90	
S 49th West Ave	2.50	2.80	3.80	4.20	4.95	5.35	8.25	9.00	10.30	11.50	2.20	2.45	3.35	3.65	4.30	4.65	
SH 66-Sapulpa	2.50	2.80	3.80	4.20	4.95	5.35	8.25	9.00	10.30	11.50	2.20	2.45	3.35	3.65	4.30	4.65	

Chickasaw Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
1.65	2.25	1.75	2.25	0.40	0.50	0.65	0.75	0.80	1.00	0.40	0.50	0.65	0.75	1.00	1.25	1.40	1.75	1.40	1.75
2.15	2.25	2.15	2.25	0.45	0.50	0.70	0.75	0.85	1.00	0.45	0.50	0.70	0.75	1.15	1.25	1.60	1.75	1.60	1.75

Creek Turnpike																			
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.40	1.30	0.45	1.60																
0.90	1.30	1.25	1.60																
1.40	2.25	1.90	3.00																
1.90	2.25	2.55	3.00																
2.15	2.25	2.85	3.00																
2.55	3.55	3.30	4.60																
3.40	3.55	4.35	4.60																
3.60	3.80	4.70	4.95																
3.90	4.10	5.05	5.30																
4.15	4.35	5.35	5.65																
4.30	4.50	5.70	6.00																
5.55	5.80	7.25	7.60																
5.55	5.80	7.25	7.60																
6.15	6.45	7.85	8.25																
6.20	6.50	7.90	8.30																
7.45	7.80	9.40	9.90																
7.45	7.80	9.40	9.90																
0.75	1.30	0.80	1.60																
1.15	2.25	1.60	3.00																
1.65	2.25	2.25	3.00																
1.90	2.25	2.55	3.00																
2.30	3.55	3.00	4.60																
3.15	3.55	4.05	4.60																
3.35	3.80	4.40	4.95																
3.65	4.10	4.75	5.30																
3.90	4.35	5.05	5.65																
4.05	4.50	5.40	6.00																
5.30	5.80	6.95	7.60																
5.30	5.80	6.95	7.60																
5.90	6.45	7.55	8.25																
5.95	6.50	7.60	8.30																
7.20	7.80	9.10	9.90																
7.20	7.80	9.10	9.90																

Locations not open to traffic prior to January 1, 2001

(Continued)

Creek Turnpike (Continued)																	
Toll Rates Effective:		August 4, 2009										January 1, 2001					
Vehicle Classification		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
31st Street	51st-Omaha	0.30	0.85	0.45	1.20	0.50	1.50	0.85	2.60	0.95	3.50	0.25	0.75	0.40	1.05	0.45	1.30
	Kenosha-71st	0.50	0.85	0.70	1.20	0.80	1.50	1.35	2.60	1.85	3.50	0.45	0.75	0.60	1.05	0.70	1.30
	Muskogee Turnpike	0.60	0.85	0.95	1.20	1.15	1.50	1.60	2.60	2.55	3.50	0.50	0.75	0.80	1.05	1.00	1.30
	BA Expwy-SH 51	0.85	1.20	1.20	1.80	1.45	2.35	2.10	4.10	3.05	5.35	0.75	1.05	1.05	1.55	1.25	2.05
	101st-New Orleans	0.85	1.20	1.45	1.80	1.95	2.35	3.05	4.10	4.30	5.35	0.75	1.05	1.25	1.55	1.70	2.05
	193rd-County Line Rd	1.00	1.30	1.60	1.95	2.10	2.55	3.30	4.40	4.70	5.75	0.85	1.15	1.40	1.70	1.85	2.20
	161st-Elm	1.10	1.45	1.80	2.15	2.25	2.65	3.65	4.75	5.10	6.15	0.95	1.25	1.55	1.85	1.95	2.30
	129th-Olive	1.20	1.55	1.95	2.30	2.40	2.85	3.95	5.05	5.45	6.55	1.05	1.35	1.70	2.00	2.05	2.45
	Broken Arrow ML	1.40	1.70	2.10	2.40	2.60	3.00	4.10	5.20	5.85	7.00	1.20	1.50	1.80	2.10	2.25	2.60
	Yale	1.70	2.05	2.55	3.00	3.25	3.85	5.55	6.70	7.65	8.85	1.45	1.80	2.20	2.60	2.80	3.35
	Riverside Pkwy	1.70	2.05	2.60	3.00	3.25	3.85	5.55	6.70	7.65	8.85	1.45	1.80	2.25	2.60	2.80	3.35
	Peoria-Elm	2.05	2.40	2.85	3.55	3.55	4.45	6.25	7.45	8.35	9.60	1.75	2.10	2.45	3.10	3.05	3.85
	US 75-Glenpool	2.10	2.45	3.20	3.60	3.95	4.50	6.30	7.50	8.40	9.65	1.80	2.15	2.75	3.15	3.40	3.90
	S 49th West Ave	2.40	2.80	3.70	4.20	4.80	5.35	7.65	9.00	9.90	11.50	2.10	2.45	3.25	3.65	4.20	4.65
SH 66-Sapulpa	2.40	2.80	3.70	4.20	4.80	5.35	7.65	9.00	9.90	11.50	2.10	2.45	3.25	3.65	4.20	4.65	
51st-Omaha	Kenosha-71st	0.30	0.35	0.45	0.60	0.60	0.85	0.85	1.50	0.95	1.85	0.25	0.30	0.40	0.50	0.50	0.75
	Muskogee Turnpike	0.30	0.35	0.50	0.60	0.80	0.85	1.15	1.50	1.50	1.85	0.25	0.30	0.45	0.50	0.70	0.75
	BA Expwy-SH 51	0.60	0.70	0.80	1.20	1.10	1.70	1.60	3.00	2.05	3.70	0.50	0.60	0.70	1.00	0.95	1.50
	101st-New Orleans	0.60	0.70	1.05	1.20	1.60	1.70	2.60	3.00	3.25	3.70	0.50	0.60	0.90	1.00	1.40	1.50
	193rd-County Line Rd	0.70	0.80	1.20	1.35	1.80	1.90	2.85	3.30	3.65	4.10	0.60	0.70	1.05	1.15	1.55	1.65
	161st-Elm	0.80	0.95	1.40	1.55	1.90	2.00	3.20	3.65	4.05	4.50	0.70	0.80	1.20	1.30	1.65	1.75
	129th-Olive	0.95	1.05	1.55	1.70	2.05	2.20	3.50	3.95	4.40	4.90	0.80	0.90	1.35	1.45	1.75	1.90
	Broken Arrow ML	1.10	1.20	1.70	1.80	2.25	2.35	3.65	4.10	4.80	5.35	0.95	1.05	1.45	1.55	1.95	2.05
	Yale	1.40	1.55	2.15	2.40	2.90	3.20	5.10	5.60	6.60	7.20	1.20	1.35	1.85	2.05	2.50	2.80
	Riverside Pkwy	1.40	1.55	2.20	2.40	2.90	3.20	5.10	5.60	6.60	7.20	1.20	1.35	1.90	2.05	2.50	2.80
	Peoria-Elm	1.75	1.90	2.45	2.95	3.20	3.80	5.80	6.35	7.30	7.95	1.50	1.65	2.10	2.55	2.75	3.30
	US 75-Glenpool	1.80	1.95	2.80	3.00	3.60	3.85	5.85	6.40	7.35	8.00	1.55	1.70	2.40	2.60	3.10	3.35
	S 49th West Ave	2.10	2.30	3.30	3.60	4.45	4.70	7.20	7.90	8.85	9.85	1.85	2.00	2.90	3.10	3.90	4.10
	SH 66-Sapulpa	2.10	2.30	3.30	3.60	4.45	4.70	7.20	7.90	8.85	9.85	1.85	2.00	2.90	3.10	3.90	4.10
Kenosha-71st	Muskogee Turnpike	0.30	0.35	0.30	0.60	0.30	0.85	0.45	1.50	0.50	1.85	0.25	0.30	0.25	0.50	0.25	0.75
	BA Expwy-SH 51	0.60	0.70	0.60	1.20	0.60	1.70	0.95	3.00	1.05	3.70	0.50	0.60	0.50	1.00	0.50	1.50
	101st-New Orleans	0.60	0.70	0.80	1.20	1.10	1.70	1.90	3.00	2.25	3.70	0.50	0.60	0.70	1.00	0.95	1.50
	193rd-County Line Rd	0.70	0.80	1.00	1.35	1.30	1.90	2.15	3.30	2.65	4.10	0.60	0.70	0.85	1.15	1.10	1.65
	161st-Elm	0.80	0.95	1.15	1.55	1.40	2.00	2.50	3.65	3.05	4.50	0.70	0.80	1.00	1.30	1.20	1.75
	129th-Olive	0.95	1.05	1.35	1.70	1.50	2.20	2.80	3.95	3.40	4.90	0.80	0.90	1.15	1.45	1.30	1.90
	Broken Arrow ML	1.10	1.20	1.45	1.80	1.75	2.35	2.95	4.10	3.85	5.35	0.95	1.05	1.25	1.55	1.50	2.05
	Yale	1.40	1.55	1.90	2.40	2.40	3.20	4.40	5.60	5.65	7.20	1.20	1.35	1.65	2.05	2.05	2.80
	Riverside Pkwy	1.40	1.55	1.95	2.40	2.40	3.20	4.40	5.60	5.65	7.20	1.20	1.35	1.70	2.05	2.05	2.80
	Peoria-Elm	1.75	1.90	2.20	2.95	2.70	3.80	5.10	6.35	6.35	7.95	1.50	1.65	1.90	2.55	2.30	3.30
	US 75-Glenpool	1.80	1.95	2.55	3.00	3.10	3.85	5.15	6.40	6.40	8.00	1.55	1.70	2.20	2.60	2.65	3.35
	S 49th West Ave	2.10	2.30	3.05	3.60	3.95	4.70	6.50	7.90	7.90	9.85	1.85	2.00	2.70	3.10	3.45	4.10
	SH 66-Sapulpa	2.10	2.30	3.05	3.60	3.95	4.70	6.50	7.90	7.90	9.85	1.85	2.00	2.70	3.10	3.45	4.10

January 1, 2001				Creek Turnpike (Continued)															
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.75	2.25	0.80	3.00																
1.15	2.25	1.60	3.00																
1.40	2.25	2.20	3.00																
1.80	3.55	2.65	4.60																
2.65	3.55	3.70	4.60																
2.85	3.80	4.05	4.95																
3.15	4.10	4.40	5.30																
3.40	4.35	4.70	5.65																
3.55	4.50	5.05	6.00																
4.80	5.80	6.60	7.60																
4.80	5.80	6.60	7.60																
5.40	6.45	7.20	8.25																
5.45	6.50	7.25	8.30																
6.70	7.80	8.75	9.90																
6.70	7.80	8.75	9.90																
0.75	1.30	0.80	1.60																
1.00	1.30	1.30	1.60																
1.40	2.60	1.75	3.20																
2.25	2.60	2.80	3.20																
2.45	2.85	3.15	3.55																
2.75	3.15	3.50	3.90																
3.00	3.40	3.80	4.25																
3.15	3.55	4.15	4.60																
4.40	4.85	5.70	6.20																
4.40	4.85	5.70	6.20																
5.00	5.50	6.30	6.85																
5.05	5.55	6.35	6.90																
6.30	6.85	7.85	8.50																
6.30	6.85	7.85	8.50																
0.40	1.30	0.45	1.60																
0.80	2.60	0.90	3.20																
1.65	2.60	1.95	3.20																
1.85	2.85	2.30	3.55																
2.15	3.15	2.65	3.90																
2.40	3.40	2.95	4.25																
2.55	3.55	3.30	4.60																
3.80	4.85	4.85	6.20																
3.80	4.85	4.85	6.20																
4.40	5.50	5.45	6.85																
4.45	5.55	5.50	6.90																
5.70	6.85	7.00	8.50																
5.70	6.85	7.00	8.50																

Locations not open to traffic prior to January 1, 2001

(Continued)

Creek Turnpike (Continued)

Toll Rates Effective: Vehicle Classification		August 4, 2009										January 1, 2001					
		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Muskogee Turnpike	BA Expwy-SH 51	0.30	0.35	0.30	0.60	0.30	0.85	0.45	1.50	0.50	1.85	0.25	0.30	0.25	0.50	0.25	0.75
	101st-New Orleans	0.30	0.35	0.30	0.60	0.30	0.85	0.45	1.50	0.50	1.85	0.25	0.30	0.45	0.50	0.70	0.75
	193rd-County Line Rd	0.30	0.35	0.50	0.60	0.80	0.85	1.45	1.50	1.75	1.85	0.35	0.40	0.60	0.65	0.85	0.90
	161st-Elm	0.40	0.45	0.70	0.75	1.00	1.05	1.70	1.80	2.15	2.25	0.45	0.50	0.75	0.80	0.95	1.00
	129th-Olive	0.50	0.60	0.85	0.95	1.10	1.15	2.05	2.15	2.55	2.65	0.55	0.60	0.90	0.95	1.05	1.15
	Broken Arrow ML	0.65	0.70	1.05	1.10	1.20	1.35	2.30	2.45	2.90	3.05	0.70	0.75	1.00	1.05	1.25	1.30
	Yale	0.95	1.05	1.50	1.70	1.85	2.20	3.75	3.95	4.70	4.90	0.95	1.05	1.40	1.55	1.80	2.05
	Riverside Pkwy	0.95	1.05	1.55	1.70	1.85	2.20	3.75	3.95	4.70	4.90	0.95	1.05	1.45	1.55	1.80	2.05
	Peoria-Elm	1.30	1.40	1.80	2.25	2.15	2.80	4.45	4.70	5.40	5.65	1.25	1.35	1.65	2.05	2.05	2.55
	US 75-Glenpool	1.35	1.45	2.15	2.30	2.55	2.85	4.50	4.75	5.45	5.70	1.30	1.40	1.95	2.10	2.40	2.60
	S 49th West Ave	1.65	1.80	2.65	2.90	3.40	3.70	5.85	6.25	6.95	7.55	1.60	1.70	2.45	2.60	3.20	3.35
SH 66-Sapulpa	1.65	1.80	2.65	2.90	3.40	3.70	5.85	6.25	6.95	7.55	1.60	1.70	2.45	2.60	3.20	3.35	
101st-New Orleans	193rd-County Line Rd	0.35	0.45	0.60	0.75	0.85	1.05	1.50	1.80	1.90	2.25	0.30	0.40	0.50	0.65	0.75	0.90
	161st-Elm	0.45	0.60	0.75	0.95	1.00	1.15	1.85	2.15	2.25	2.65	0.40	0.50	0.65	0.80	0.85	1.00
	129th-Olive	0.60	0.70	0.95	1.10	1.10	1.35	2.15	2.45	2.60	3.05	0.50	0.60	0.80	0.95	0.95	1.15
	Broken Arrow ML	0.75	0.85	1.10	1.20	1.35	1.50	2.40	2.60	2.90	3.50	0.65	0.75	0.95	1.05	1.15	1.30
	Yale	1.05	1.20	1.55	1.80	2.00	2.35	3.85	4.10	4.70	5.35	0.90	1.05	1.35	1.55	1.70	2.05
	Riverside Pkwy	1.05	1.20	1.60	1.80	2.00	2.35	3.85	4.10	4.70	5.35	1.15	1.35	1.80	2.05	2.25	2.80
	Peoria-Elm	1.40	1.55	1.85	2.35	2.30	2.95	4.55	4.85	5.40	6.10	1.20	1.35	1.60	2.05	1.95	2.55
	US 75-Glenpool	1.45	1.60	2.20	2.40	2.70	3.00	4.60	4.90	5.45	6.15	1.25	1.40	1.90	2.10	2.30	2.60
S 49th West Ave	1.75	1.95	2.70	3.00	3.55	3.85	5.95	6.40	6.95	8.00	1.55	1.70	2.40	2.60	3.10	3.35	
SH 66-Sapulpa	1.75	1.95	2.70	3.00	3.55	3.85	5.95	6.40	6.95	8.00	1.55	1.70	2.40	2.60	3.10	3.35	
193rd-County	161st-Elm	0.35	0.60	0.60	0.95	0.80	1.15	1.70	2.15	2.10	2.65	0.30	0.50	0.50	0.80	0.70	1.00
	129th-Olive	0.45	0.70	0.75	1.10	0.95	1.35	1.95	2.45	2.30	3.05	0.40	0.60	0.65	0.95	0.80	1.15
	Broken Arrow ML	0.70	0.85	1.05	1.20	1.20	1.50	2.25	2.60	2.45	3.50	0.60	0.75	0.90	1.05	1.05	1.30
	Yale	1.00	1.20	1.50	1.80	1.85	2.35	3.70	4.10	4.25	5.35	0.85	1.05	1.30	1.55	1.60	2.05
	Riverside Pkwy	1.00	1.20	1.55	1.80	1.85	2.35	3.70	4.10	4.25	5.35	0.85	1.05	1.35	1.55	1.60	2.05
	Peoria-Elm	1.35	1.55	1.80	2.35	2.15	2.95	4.40	4.85	4.95	6.10	1.15	1.35	1.55	2.05	1.85	2.55
	US 75-Glenpool	1.40	1.60	2.15	2.40	2.55	3.00	4.45	4.90	5.00	6.15	1.20	1.40	1.85	2.10	2.20	2.60
	S 49th West Ave	1.70	1.95	2.65	3.00	3.40	3.85	5.80	6.40	6.50	8.00	1.50	1.70	2.35	2.60	3.00	3.35
	SH 66-Sapulpa	1.70	1.95	2.65	3.00	3.40	3.85	5.80	6.40	6.50	8.00	1.50	1.70	2.35	2.60	3.00	3.35
161st-Elm	129th-Olive	0.30	0.70	0.60	1.10	0.85	1.35	1.70	2.45	1.90	3.05	0.25	0.60	0.50	0.95	0.75	1.15
	Broken Arrow ML	0.60	0.85	0.85	1.20	1.05	1.50	1.80	2.60	1.95	3.50	0.50	0.75	0.75	1.05	0.90	1.30
	Yale	0.90	1.20	1.30	1.80	1.70	2.35	3.25	4.10	3.75	5.35	0.75	1.05	1.45	1.55	1.95	2.05
	Riverside Pkwy	0.90	1.20	1.35	1.80	1.70	2.35	3.25	4.10	3.75	5.35	0.75	1.05	1.20	1.55	1.45	2.05
	Peoria-Elm	1.25	1.55	1.60	2.35	2.00	2.95	3.95	4.85	4.45	6.10	1.05	1.35	1.40	2.05	1.70	2.55
	US 75-Glenpool	1.30	1.60	1.95	2.40	2.40	3.00	4.00	4.90	4.50	6.15	1.10	1.40	1.70	2.10	2.05	2.60
	S 49th West Ave	1.60	1.95	2.45	3.00	3.25	3.85	5.35	6.40	6.00	8.00	1.40	1.70	2.20	2.60	2.85	3.35
	SH 66-Sapulpa	1.60	1.95	2.45	3.00	3.25	3.85	5.35	6.40	6.00	8.00	1.40	1.70	2.20	2.60	2.85	3.35
129th-Olive	Broken Arrow ML	0.45	0.85	0.70	1.20	0.85	1.50	1.35	2.60	1.50	3.50	0.40	0.75	0.60	1.05	0.75	1.30
	Yale	0.75	1.20	1.15	1.80	1.50	2.35	2.80	4.10	3.30	5.35	0.65	1.05	1.00	1.55	1.30	2.05
	Riverside Pkwy	0.75	1.20	1.20	1.80	1.50	2.35	2.80	4.10	3.30	5.35	0.65	1.05	1.05	1.55	1.30	2.05
	Peoria-Elm	1.10	1.55	1.45	2.35	1.80	2.95	3.50	4.85	4.00	6.10	0.95	1.35	1.25	2.05	1.55	2.55
	US 75-Glenpool	1.15	1.60	1.80	2.40	2.20	3.00	3.55	4.90	4.05	6.15	1.00	1.40	1.55	2.10	1.90	2.60
	S 49th West Ave	1.45	1.95	2.30	3.00	3.05	3.85	4.90	6.40	5.55	8.00	1.30	1.70	2.05	2.60	2.70	3.35
SH 66-Sapulpa	1.45	1.95	2.30	3.00	3.05	3.85	4.90	6.40	5.55	8.00	1.30	1.70	2.05	2.60	2.70	3.35	

				Creek Turnpike (Continued)															
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
0.40	1.30	0.45	1.60																
1.25	1.30	1.50	1.60																
1.45	1.55	1.85	1.95																
1.75	1.85	2.20	2.30																
2.00	2.10	2.50	2.65																
2.15	2.25	2.85	3.00																
3.40	3.55	4.40	4.60																
3.40	3.55	4.40	4.60																
4.00	4.20	5.00	5.25																
4.05	4.25	5.05	5.30																
5.30	5.55	6.55	6.90																
5.30	5.55	6.55	6.90																
1.30	1.55	1.65	1.95																
1.60	1.85	1.95	2.30																
1.85	2.10	2.25	2.65																
2.05	2.25	2.50	3.00																
3.30	3.55	4.05	4.60																
4.55	4.85	5.60	6.20																
3.90	4.20	4.65	5.25																
3.95	4.25	4.70	5.30																
5.20	5.55	6.20	6.90																
5.20	5.55	6.20	6.90																
1.45	1.85	1.80	2.30																
1.70	2.10	2.00	2.65																
1.95	2.25	2.10	3.00																
3.20	3.55	3.65	4.60																
3.20	3.55	3.65	4.60																
3.80	4.20	4.25	5.25																
3.85	4.25	4.30	5.30																
5.10	5.55	5.80	6.90																
5.10	5.55	5.80	6.90																
1.45	2.10	1.65	2.65																
1.55	2.25	1.70	3.00																
3.35	3.55	4.35	4.60																
2.80	3.55	3.25	4.60																
3.40	4.20	3.85	5.25																
3.45	4.25	3.90	5.30																
4.70	5.55	5.40	6.90																
4.70	5.55	5.40	6.90																
1.15	2.25	1.30	3.00																
2.40	3.55	2.85	4.60																
2.40	3.55	2.85	4.60																
3.00	4.20	3.45	5.25																
3.05	4.25	3.50	5.30																
4.30	5.55	5.00	6.90																
4.30	5.55	5.00	6.90																

Locations not open to traffic prior to January 1, 2001

(Continued)

Creek Turnpike (Continued)

Toll Rates Effective:		August 4, 2009										January 1, 2001					
		2 axle		3 axle		4 axle		5 axle		6 axle		2 axle		3 axle		4 axle	
Begin	End	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
Mingo-US-64	Yale	0.30	0.35	0.45	0.60	0.65	0.85	1.45	1.50	1.80	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	Riverside Pkwy	0.30	0.35	0.50	0.60	0.65	0.85	1.45	1.50	1.80	1.85	0.25	0.30	0.45	0.50	0.55	0.75
	Peoria-Elm	0.65	0.70	0.75	1.15	0.95	1.45	2.15	2.25	2.50	2.60	0.55	0.60	0.65	1.00	0.80	1.25
	US 75-Glenpool	0.70	0.75	1.10	1.20	1.35	1.50	2.20	2.30	2.55	2.65	0.60	0.65	0.95	1.05	1.15	1.30
	S 49th West Ave	1.00	1.10	1.60	1.80	2.20	2.35	3.55	3.80	4.05	4.50	0.90	0.95	1.45	1.55	1.95	2.05
	SH 66-Sapulpa	1.00	1.10	1.60	1.80	2.20	2.35	3.55	3.80	4.05	4.50	0.90	0.95	1.45	1.55	1.95	2.05
Yale	Riverside Pkwy	0.30	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	Peoria-Elm	0.40	0.70	0.45	1.15	0.65	1.45	1.35	2.25	1.50	2.60	0.35	0.60	0.40	1.00	0.55	1.25
	US 75-Glenpool	0.70	0.75	0.80	1.20	1.00	1.50	2.20	2.30	2.55	2.65	0.60	0.65	0.70	1.05	0.85	1.30
	S 49th West Ave	1.00	1.10	1.60	1.80	2.05	2.35	3.05	3.80	3.55	4.50	0.90	0.95	1.40	1.55	1.75	2.05
	SH 66-Sapulpa	1.00	1.10	1.60	1.80	2.20	2.35	3.55	3.80	4.05	4.50	0.90	0.95	1.45	1.55	1.95	2.05
Riverside Pkwy	Peoria-Elm	0.30	0.70	0.45	1.15	0.65	1.45	0.85	2.25	1.05	2.60	0.25	0.60	0.40	1.00	0.55	1.25
	US 75-Glenpool	0.40	0.75	0.50	1.20	0.65	1.50	1.35	2.30	1.50	2.65	0.35	0.65	0.45	1.05	0.55	1.30
	S 49th West Ave	0.75	1.10	1.15	1.80	1.45	2.35	2.20	3.80	2.55	4.50	0.65	0.95	1.00	1.55	1.25	2.05
	SH 66-Sapulpa	1.00	1.10	1.60	1.80	2.05	2.35	3.05	3.80	3.55	4.50	0.85	0.95	1.40	1.55	1.75	2.05
Peoria-Elm	US 75-Glenpool	0.30	0.75	0.45	1.20	0.65	1.50	0.85	2.30	1.05	2.65	0.25	0.65	0.40	1.05	0.55	1.30
	S 49th West Ave	0.60	1.10	0.95	1.80	1.15	2.35	1.80	3.80	2.05	4.50	0.50	0.95	0.80	1.55	1.00	2.05
	SH 66-Sapulpa	0.85	1.10	1.40	1.80	1.75	2.35	2.65	3.80	3.05	4.50	0.75	0.95	1.20	1.55	1.50	2.05
US 75-Glenpool	S 49th West Ave	0.25	0.35	0.45	0.60	0.65	0.85	0.85	1.50	1.05	1.85	0.25	0.30	0.40	0.50	0.55	0.75
	SH 66-Sapulpa	0.25	0.35	0.50	0.60	0.75	0.85	1.25	1.50	1.50	1.85	0.25	0.30	0.45	0.50	0.70	0.75
Hickory Hill	SH 66-Sapulpa	0.25	0.35	0.30	0.60	0.30	0.85	0.45	1.50	0.50	1.85	0.25	0.30	0.25	0.50	0.25	0.75

**Schedule 7
Oklahoma Turnpike Authority
Concessions Revenue by Turnpike,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Turnpike:				
Turner Turnpike	\$ 345,616	\$ 362,132	\$ 367,269	\$ 431,204
Will Rogers Turnpike	102,628	93,804	135,911	180,512
H.E. Bailey Turnpike	298,561	290,562	278,699	263,131
Indian Nation Turnpike	216,963	268,428	253,680	235,172
Muskogee Turnpike	176,493	174,732	167,149	164,116
Cimarron Turnpike	117,937	104,969	126,134	154,636
Cherokee Turnpike	63,318	63,862	62,001	67,127
Totals	\$ 1,321,516	\$ 1,358,489	\$ 1,390,843	\$ 1,495,898

January 1, 2001				Creek Turnpike (Continued)															
January 1, 2001				Prior to January 1, 2001															
5 axle		6 axle		Class 1		Class 2		Class 3		Class 4		Class 5		Class 6		Class 7		Class 8	
PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH	PPS	CASH
1.25	1.30	1.55	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.25	1.30	1.55	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.45	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.85	1.95	2.15	2.25	0.35	0.50	0.50	0.75	0.65	1.00	0.35	0.50	0.65	1.00	0.80	1.25	0.95	1.50	1.10	1.75
1.90	2.00	2.20	2.30	0.50	0.55	0.75	0.80	0.95	1.05	0.50	0.55	0.95	1.05	1.15	1.30	1.40	1.55	1.60	1.80
3.15	3.30	3.70	3.90	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic.</i>															
3.15	3.30	3.70	3.90	<i>Effective rates for the entire turnpike were established once construction was finalized.</i>															
0.75	1.30	0.90	1.60	0.25	0.25	0.35	0.50	0.45	0.50	0.30	0.50	0.40	0.50	0.55	0.75	0.75	1.00	0.90	1.25
1.15	1.95	1.30	2.25	0.25	0.50	0.35	0.75	0.45	1.00	0.30	0.50	0.40	1.00	0.55	1.25	0.75	1.50	0.90	1.75
1.90	2.00	2.20	2.30	0.35	0.55	0.45	0.80	0.70	1.05	0.35	0.55	0.70	1.05	0.85	1.30	1.05	1.55	1.20	1.80
2.65	3.30	3.05	3.90	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic.</i>															
3.15	3.30	3.70	3.90	<i>Effective rates for the entire turnpike were established once construction was finalized.</i>															
0.75	1.95	0.90	2.25	0.25	0.50	0.35	0.75	0.45	1.00	0.30	0.50	0.40	1.00	0.55	1.25	0.75	1.50	0.90	1.75
1.15	2.00	1.30	2.30	0.25	0.55	0.35	0.80	0.45	1.05	0.30	0.55	0.45	1.05	0.55	1.30	0.75	1.55	0.90	1.80
1.90	3.30	2.20	3.90	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic.</i>															
2.65	3.30	3.05	3.90	<i>Effective rates for the entire turnpike were established once construction was finalized.</i>															
0.75	2.00	0.90	2.30	0.25	0.55	0.35	0.80	0.45	1.05	0.30	0.55	0.40	1.05	0.55	1.30	0.75	1.55	0.90	1.80
1.55	3.30	1.75	3.90	<i>Varying interim rates were charged for sections of the roadway as they were opened to traffic.</i> <i>Effective rates for the entire turnpike were established once construction was finalized.</i>															
2.30	3.30	2.65	3.90																
0.75	1.30	0.90	1.60																
1.25	1.30	1.50	1.60																
0.40	1.30	0.45	1.60																

	2005	2004	2003	2002	2001	2000
\$	420,980	409,404	382,609	337,726	335,927	338,804
	176,574	168,435	158,411	148,717	138,063	148,095
	261,879	242,223	218,755	209,846	210,324	202,074
	232,710	218,189	198,041	194,795	187,847	183,216
	160,552	155,265	145,205	142,623	144,484	137,511
	148,175	147,431	145,379	143,012	140,165	140,950
	66,240	65,976	62,423	62,974	67,279	60,000
\$	1,467,110	1,406,923	1,310,823	1,239,693	1,224,089	1,210,650

**Schedule 8
Oklahoma Turnpike Authority
Ratios of Outstanding Debt,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Revenue bonds outstanding	\$ 1,052,151,412	\$ 1,092,729,329	\$ 1,129,730,875	\$ 1,167,341,402
Other long-term debt	35,000,000	-	-	-
Total outstanding debt	\$ 1,087,151,412	\$ 1,092,729,329	\$ 1,129,730,875	\$ 1,167,341,402
<i>PIKEPASS</i> transactions	97,057,845	93,831,497	88,926,033	83,291,461
Cash transactions	53,160,187	52,178,941	52,566,630	51,790,983
Total toll transactions	150,218,032	146,010,438	141,492,663	135,082,444
Debt per <i>PIKEPASS</i> transaction	\$ 11.20	\$ 11.65	\$ 12.70	\$ 14.02
Debt per cash transaction	20.45	20.94	21.49	22.54
Debt per total transaction	7.24	7.48	7.98	8.64

**Schedule 9
Oklahoma Turnpike Authority
Pledged-Revenue Coverage,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Gross revenues (1)	\$ 212,205,899	\$ 205,872,300	\$ 209,409,659	\$ 208,480,080
Operating expenses (2)	70,915,241	75,319,513	70,196,578	64,818,702
Net revenues available for debt service	\$ 141,290,658	\$ 130,552,787	\$ 139,213,081	\$ 143,661,378
Debt service for revenue bonds outstanding:				
Principal	\$ 45,095,000	\$ 42,320,000	\$ 38,780,000	\$ 36,870,000
Interest (3)	55,418,204	53,584,873	50,966,482	53,741,816
Total current debt service	\$ 100,513,204	\$ 95,904,873	\$ 89,746,482	\$ 90,611,816
Debt service coverage (4)	1.41	1.36	1.55	1.59

(1) Includes total operating revenues and interest earnings from investments

(2) Total operating expenses excluding depreciation

(3) Net of amounts provided from Interest During Construction Account and from Turnpike Trust Fund

(4) Debt Service Coverage equals Net Revenues Available for Debt Service divided by Total Current Debt Service

2005	2004	2003	2002	2001	2000
\$ 1,193,784,004	\$ 1,217,604,358	\$ 1,240,216,717	\$ 1,244,617,061	\$ 1,262,813,304	\$ 1,260,971,485
-	-	-	-	-	-
\$ 1,193,784,004	\$ 1,217,604,358	\$ 1,240,216,717	\$ 1,244,617,061	\$ 1,262,813,304	\$ 1,260,971,485
78,860,757	73,842,679	68,046,748	61,761,722	49,436,219	42,123,502
52,224,460	50,636,891	50,318,927	49,601,586	49,094,426	44,622,715
131,085,217	124,479,570	118,365,675	111,363,308	98,530,645	86,746,217
\$ 15.14	\$ 16.49	\$ 18.23	\$ 20.15	\$ 25.54	\$ 29.94
\$ 22.86	\$ 24.05	\$ 24.65	\$ 25.09	\$ 25.72	\$ 28.26
\$ 9.11	\$ 9.78	\$ 10.48	\$ 11.18	\$ 12.82	\$ 14.54

2005	2004	2003	2002	2001	2000
\$ 205,857,574	\$ 199,296,081	\$ 193,079,741	\$ 189,829,974	\$ 176,323,546	\$ 146,309,226
59,882,569	53,339,893	52,440,889	48,796,505	45,868,089	40,865,107
\$ 145,975,005	\$ 145,956,188	\$ 140,638,852	\$ 141,033,469	\$ 130,455,457	\$ 105,444,119
\$ 27,845,000	\$ 27,125,000	\$ 26,010,000	\$ 10,155,000	\$ 14,790,000	\$ 14,015,000
61,430,764	62,390,894	63,936,897	61,910,066	44,956,171	36,686,060
\$ 89,275,764	\$ 89,515,894	\$ 89,946,897	\$ 72,065,066	\$ 59,746,171	\$ 50,701,060
1.64	1.63	1.56	1.96	2.18	2.08

**Schedule 10
Oklahoma Turnpike Authority
Demographic and Economic Statistics,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Population:				
Oklahoma (thousands)	3,687	3,644	3,612	3,574
U.S. (thousands)	307,007	304,375	301,580	298,593
Per capita income:				
Oklahoma	\$ *	\$ 35,985	\$ 34,336	\$ 33,280
U.S.	35,659	35,450	34,445	33,157
Total personal income:				
Oklahoma (millions)	*	131,070	123,889	118,747
U.S.(billions)	12,072	12,239	11,894	11,268
Gross product:				
Oklahoma (millions)	*	146,448	136,374	129,596
U.S. (billions)	14,259	14,441	14,078	13,399
Total labor force:				
Oklahoma (thousands)	1,773	1,767	1,737	1,731
U.S. (thousands)	154,142	154,287	153,124	151,428
% rate of unemployment:				
Oklahoma	6.6%	4.6%	3.6%	4.2%
U.S.	9.3%	5.8%	4.6%	4.6%
Motor vehicle registration:				
Oklahoma passenger vehicles (thousands)	2,911	2,861	2,801	2,781
Oklahoma total vehicles (thousands)	3,976	3,886	3,786	3,815

Sources: Web sites of the U.S. Department of Commerce, U.S. Census Bureau, U.S. Department of Labor, and Oklahoma Tax Commission

Note: Motor vehicle registration figures are as of June 30 of the indicated year; Population figures are as of July 1 of the indicated year.

**Schedule 11
Oklahoma Turnpike Authority
Full-Time Employees,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Administration	81	86	77	77
Toll Operations	242	239	244	247
Turnpike Maintenance	169	173	166	162
Highway Patrol (troopers assigned to OTA)	125	123	122	116
PIKEPASS Operations	64	61	62	55
Total	681	682	671	657

	2005	2004	2003	2002	2001	2000
	3,533	3,515	3,499	3,485	3,465	3,454
	295,753	293,046	290,326	287,804	285,082	282,172
\$	30,492	\$ 28,444	\$ 26,457	\$ 25,872	\$ 26,022	\$ 24,406
	31,318	29,592	28,076	27,183	26,243	25,473
	107,641	100,024	92,599	90,178	90,161	84,310
	10,486	9,727	9,164	8,882	8,724	8,430
	120,621	111,511	103,452	97,170	94,329	89,757
	12,638	11,686	10,961	10,470	10,128	9,817
	1,709	1,691	1,694	1,688	1,689	1,662
	149,320	147,401	146,510	144,863	143,734	142,583
	4.3%	4.6%	5.5%	5.3%	4.6%	2.9%
	5.1%	5.5%	6.0%	5.8%	4.7%	4.0%
	2,735	2,728	2,651	2,623	2,755	2,474
	3,756	3,894	3,476	3,638	3,868	3,587

2005	2004	2003	2002	2001	2000
76	73	72	72	72	76
269	269	264	247	246	231
161	152	151	147	141	137
125	126	122	134	117	107
59	50	46	44	33	24
690	670	655	644	609	575

Schedule 12
Oklahoma Turnpike Authority
Operating Indicators,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Concessions:				
Concessionaire restaurant sales (\$)	18,589,877	18,918,023	18,895,683	18,903,882
Concessionaire service station non-fuel sales	11,516,086	10,480,117	10,285,005	9,959,747
Concessionaire gasoline sales (gallons)	17,483,872	15,055,657	16,249,063	16,854,353
Concessionaire diesel sales (gallons)	11,691,519	11,426,130	11,992,228	11,959,881
Concessionaire rent paid to OTA (\$)	1,321,516	1,358,489	1,390,843	1,495,898
Highway Patrol:				
Total citations	26,522	27,281	26,577	33,136
Total warnings	102,240	98,047	84,286	95,871
Motorist assists	12,515	10,290	10,678	14,704
Accidents	1,099	1,103	1,299	1,259
Accidents per 100 million miles	34.37	35.23	41.93	38.37
Fatalities	30	25	18	33
Fatalities per 100 million miles	0.94	0.80	0.58	1.09
PIKEPASS:				
Total active PIKEPASS accounts	513,223	491,374	457,681	424,731
Total active PIKEPASS tags	968,259	905,220	848,067	780,787
Total customer service calls received	694,274	576,992	588,421	529,318
Turnpike maintenance:				
Joint and crack sealing (linear feet)	2,287,794	2,714,427	2,220,730	1,925,917
Fence Repair/Replacement (linear feet)	319,253	202,008	212,636	238,653
Vegetation management (acres)	44,580	39,578	31,109	39,964
Snow removal operations (lane miles)	117,494	45,040	122,576	76,433
Turnpike operations:				
Average toll collected (\$): (<i>toll revenues / transactions</i>)				
Passenger	0.93	0.87	0.89	0.91
Commercial	6.19	5.93	6.07	6.30
Average trip length (miles): (<i>mileage / transactions</i>)				
Passenger	19.4	19.2	19.6	20.0
Commercial	42.6	42.8	43.7	45.0
Average toll/mile (¢) (<i>toll revenues / mileage</i>)				
Passenger	4.8	4.5	4.6	4.6
Commercial	14.5	13.8	13.9	14.0

Source: Various OTA Divisions

2005	2004	2003	2002	2001	2000
18,413,879	17,411,933	15,663,633	14,697,986	14,528,060	14,703,472
9,736,062	9,528,683	9,508,919	9,424,690	8,921,582	8,623,822
17,854,748	18,957,491	17,529,381	17,130,747	15,820,236	15,739,882
11,948,827	11,475,710	11,060,143	10,633,282	10,370,704	9,880,102
1,467,110	1,406,923	1,310,823	1,239,693	1,224,089	1,210,650
34,667	34,682	40,679	40,361	33,334	34,617
97,733	98,749	104,153	100,750	89,541	81,083
26,127	25,659	24,656	25,469	28,015	29,098
1,163	1,197	1,098	1,206	1,201	1,279
39.89	41.39	40.16	47.64	49.21	53.88
27	32	27	27	18	25
0.93	1.11	0.99	1.07	0.74	1.05
395,647	367,240	355,937	328,846	294,150	260,780
715,696	650,529	641,475	582,742	520,593	467,188
491,076	500,286	432,447	404,205	318,805	250,624
2,229,045	1,527,430	1,714,268	1,382,396	1,429,156	1,323,219
97,233	62,257	77,518	70,376	82,740	92,466
47,290	36,039	32,309	41,928	34,301	40,362
28,174	26,648	113,370	115,027	67,293	183,843
0.93	0.96	0.98	1.01	1.05	0.97
6.30	6.33	6.41	6.59	6.73	5.10
19.8	20.9	20.8	20.2	20.9	23.4
44.4	44.6	43.8	44.7	46.8	48.0
4.7	4.6	4.7	5.0	5.0	4.1
14.2	14.2	14.6	15.0	14.4	10.6

Schedule 13
Oklahoma Turnpike Authority
Capital Asset Statistics,
Ten Years Ended December 31, 2000-2009

	2009	2008	2007	2006
Turnpikes under operation (total length in miles)	604.9	604.9	604.9	604.9
Turner (opened 1953)	86.0	86.0	86.0	86.0
Will Rogers (opened 1957)	88.5	88.5	88.5	88.5
H.E. Bailey (opened 1964, 1987 and 2001)	94.6	94.6	94.6	94.6
Indian Nation (opened 1966 and 1970)	105.2	105.2	105.2	105.2
Muskogee (opened 1969)	53.1	53.1	53.1	53.1
Cimarron (opened 1975)	67.7	67.7	67.7	67.7
John Kilpatrick (opened 1991, 2000 and 2001)	25.3	25.3	25.3	25.3
Cherokee (opened 1991)	32.8	32.8	32.8	32.8
Chickasaw (opened 1991)	17.3	17.3	17.3	17.3
Creek (opened 1992, 2000, 2001 and 2002)	34.4	34.4	34.4	34.4
Lane miles:	2,388.6	2,388.6	2,388.6	2,388.6
Right-of-Way area: (acres)	32,992.2	32,992.2	32,992.2	32,992.2
Facilities:	267	267	263	266
Interchanges	84	84	84	84
Service areas	11	11	11	14
Maintenance buildings	169	169	165	165
Administration building	1	1	1	1
PIKEPASS customer service centers/stores	2	2	2	2
Total number of crossings over/under turnpikes:	789	789	789	789
Other highways or interchange ramps	499	499	499	499
Railroads	29	29	29	29
Rivers and streams	261	261	261	261

2005	2004	2003	2002	2001	2000
604.9	604.9	604.9	604.9	590.1	574.7
86.0	86.0	86.0	86.0	86.0	86.0
88.5	88.5	88.5	88.5	88.5	88.5
94.6	94.6	94.6	94.6	94.6	86.4
105.2	105.2	105.2	105.2	105.2	105.2
53.1	53.1	53.1	53.1	53.1	53.1
67.7	67.7	67.7	67.7	67.7	67.7
25.3	25.3	25.3	25.3	25.3	25.3
32.8	32.8	32.8	32.8	32.8	32.8
17.3	17.3	17.3	17.3	17.3	17.3
34.4	34.4	34.4	34.4	19.6	12.4
2,388.6	2,388.6	2,388.6	2,388.6	2,325.8	2,264.2
33,003.0	33,028.0	33,174.9	33,174.9	33,174.9	29,098.6
244	233	226	232	229	220
84	84	84	84	84	76
14	14	14	14	14	14
143	132	125	131	128	127
1	1	1	1	1	1
2	2	2	2	2	2
789	789	789	789	554	528
499	499	499	499	400	382
29	29	29	29	29	28
261	261	261	261	125	118

**Schedule 14
Oklahoma Turnpike Authority
Mileage by Type and Turnpike,
Ten Years Ended December 31, 2000-2009**

	2009	2008	2007	2006
Turner Turnpike				
Passenger	689,089,174	659,559,891	651,869,292	645,511,741
Commercial	165,210,874	183,796,344	187,723,686	190,537,941
Total	854,300,048	843,356,235	839,592,978	836,049,682
Will Rogers Turnpike				
Passenger	527,430,361	501,391,355	489,493,092	480,708,268
Commercial	199,499,279	220,660,148	229,397,234	230,203,360
Total	726,929,640	722,051,503	718,890,326	710,911,628
H.E. Bailey Turnpike				
Passenger	340,351,179	321,306,631	319,923,078	314,987,297
Commercial	38,693,575	41,420,823	40,596,209	39,425,930
Total	379,044,754	362,727,454	360,519,287	354,413,227
Indian Nation Turnpike				
Passenger	161,997,530	157,451,430	154,364,750	149,815,868
Commercial	40,639,932	44,480,607	44,220,160	44,222,295
Total	202,637,462	201,932,037	198,584,910	194,038,163
Muskogee Turnpike				
Passenger	238,473,140	225,710,734	224,247,987	218,564,717
Commercial	28,093,236	31,345,852	31,064,038	30,615,630
Total	266,566,376	257,056,586	255,312,025	249,180,347
Cimarron Turnpike				
Passenger	130,190,901	122,092,169	120,705,345	121,062,348
Commercial	25,632,506	27,125,858	27,054,507	27,403,627
Total	155,823,407	149,218,027	147,759,852	148,465,975
John Kilpatrick Turnpike				
Passenger	244,941,052	237,203,113	227,524,361	212,428,064
Commercial	9,309,122	10,889,670	10,967,482	9,681,977
Total	254,250,174	248,092,783	238,491,843	222,110,041
Cherokee Turnpike				
Passenger	75,486,306	72,521,739	73,019,927	73,140,873
Commercial	11,924,096	12,733,089	13,445,445	14,233,004
Total	87,410,402	85,254,828	86,465,372	87,373,877
Chickasaw Turnpike				
Passenger	12,955,262	12,548,864	11,845,147	5,182,936
Commercial	2,628,186	2,578,573	2,300,675	587,539
Total	15,583,448	15,127,437	14,145,822	5,770,475
Creek Turnpike				
Passenger	245,393,611	236,388,498	228,252,703	214,013,965
Commercial	9,825,090	10,578,013	10,151,871	9,461,661
Total	255,218,701	246,966,511	238,404,574	223,475,626
Totals				
Passenger	2,666,308,516	2,546,174,424	2,501,245,682	2,435,416,077
Commercial	531,455,896	585,608,977	596,921,307	596,372,964
Total Miles	3,197,764,412	3,131,783,401	3,098,166,989	3,031,789,041

Note: The Chickasaw Turnpike was closed to traffic from March 7, 2006 through September 21, 2006 for major pavement rehabilitation.

2005	2004	2003	2002	2001	2000
555,822,473	575,182,332	531,851,917	496,426,128	506,873,716	540,054,899
178,663,299	169,754,455	161,649,040	196,480,057	163,601,525	187,447,105
<u>734,485,772</u>	<u>744,936,787</u>	<u>693,500,957</u>	<u>692,906,185</u>	<u>670,475,241</u>	<u>727,502,004</u>
482,706,303	487,405,789	480,446,106	407,247,878	405,285,880	385,046,345
224,364,592	213,941,868	193,785,717	164,571,471	198,210,228	215,254,948
<u>707,070,895</u>	<u>701,347,657</u>	<u>674,231,823</u>	<u>571,819,349</u>	<u>603,496,108</u>	<u>600,301,293</u>
306,632,515	307,123,407	298,073,566	279,216,530	268,973,131	254,534,205
38,380,089	37,077,281	36,607,531	36,335,281	36,636,942	39,309,575
<u>345,012,604</u>	<u>344,200,688</u>	<u>334,681,097</u>	<u>315,551,811</u>	<u>305,610,073</u>	<u>293,843,780</u>
150,123,861	152,766,679	155,135,149	150,535,233	142,006,423	135,575,032
41,530,457	39,895,744	37,978,206	40,476,886	38,677,640	40,211,856
<u>191,654,318</u>	<u>192,662,423</u>	<u>193,113,355</u>	<u>191,012,119</u>	<u>180,684,063</u>	<u>175,786,888</u>
225,425,071	226,095,366	207,948,757	193,402,967	189,765,729	176,930,158
30,109,602	29,348,430	28,704,685	28,348,065	29,712,291	32,117,580
<u>255,534,673</u>	<u>255,443,796</u>	<u>236,653,442</u>	<u>221,751,032</u>	<u>219,478,020</u>	<u>209,047,738</u>
121,199,914	121,881,482	116,068,725	113,436,821	110,408,509	109,192,646
26,630,190	25,794,345	23,766,631	22,739,810	22,446,984	23,912,739
<u>147,830,104</u>	<u>147,675,827</u>	<u>139,835,356</u>	<u>136,176,631</u>	<u>132,855,493</u>	<u>133,105,385</u>
211,646,433	195,789,240	179,869,125	165,285,639	43,490,443	38,108,612
9,105,524	8,025,233	6,216,758	3,346,313	918,305	1,485,154
<u>220,751,957</u>	<u>203,814,473</u>	<u>186,085,883</u>	<u>168,631,952</u>	<u>44,408,748</u>	<u>39,593,766</u>
72,806,858	72,402,224	70,478,132	66,457,935	70,454,334	64,296,373
14,668,566	14,361,534	13,477,526	13,149,558	11,764,888	13,050,639
<u>87,475,424</u>	<u>86,763,758</u>	<u>83,955,658</u>	<u>79,607,493</u>	<u>82,219,222</u>	<u>77,347,012</u>
11,331,026	10,591,372	9,242,452	9,925,647	8,575,020	9,147,723
1,455,197	1,520,892	1,059,753	644,369	555,597	700,128
<u>12,786,223</u>	<u>12,112,264</u>	<u>10,302,205</u>	<u>10,570,016</u>	<u>9,130,617</u>	<u>9,847,851</u>
203,709,095	194,374,326	174,526,274	140,195,692	85,734,775	46,272,113
9,210,080	8,565,556	7,056,881	3,234,586	1,052,962	2,309,704
<u>212,919,175</u>	<u>202,939,882</u>	<u>181,583,155</u>	<u>143,430,278</u>	<u>86,787,737</u>	<u>48,581,817</u>
2,341,403,549	2,343,612,217	2,223,640,203	2,022,130,470	1,831,567,960	1,759,158,106
574,117,596	548,285,338	510,302,728	509,326,396	503,577,362	555,799,428
<u>2,915,521,145</u>	<u>2,891,897,555</u>	<u>2,733,942,931</u>	<u>2,531,456,866</u>	<u>2,335,145,322</u>	<u>2,314,957,534</u>

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Oklahoma Turnpike Authority

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